

## NETCEED CODE OF CONDUCT

### CEO Message

At NETCEED, we believe that the people who work for us, directly or indirectly, are our most important asset. You are our ambassadors and your actions and behaviour represent the way we do business. Your daily commitment to adhere to NETCEED's Code of Conduct helps to maintain our positive reputation and keeps us operating to the highest standard.

As such, we must work responsibly, with honesty and integrity, and in compliance with all applicable laws and regulations. These concepts are embedded in our core values where ethical, fair business practices, and respect for people and the environment are our foundation.

The NETCEED Code of Conduct is an essential guide to what the company expects of you and, just as importantly, what you should expect of the company if you have a problem or doubts about how to handle a difficult situation. The Code of Conduct is your guide for ensuring that NETCEED conducts business with integrity, and sound business practices, while fostering trusting relationships with its employees, commercial partners, shareholders, and government authorities. Our conduct impacts our reputation, public confidence in our business, and our financial strength.

It is your responsibility to ensure you have read and fully understand the contents of this document. It is your responsibility to comply with the principles set out in our Code of Conduct. Violations of the Code of Conduct can put you, your colleagues, our business, and our customers at risk. This document should be read in conjunction with the employee handbook, where applicable.

Please remember, it is our individual commitment to the company's values, purpose, principles, and standards that safeguards our ability to do business successfully.

Alper Turken  
CEO

## NETCEED'S PURPOSE

### WE'RE ALL IN

We're all in for our customers, our partners, the future of technology, and for our fellow personnel. We're committed to what we do and the connections we create.

### WE'RE ALL IN FOR OUR CUSTOMERS

We're a one-stop shop with one-on-one service. We know our customers' names and needs, and we're all about creating customized solutions made just for them. We're flexible and agile, and we get things done.

### WE'RE ALL IN FOR EACH OTHER

At NETCEED, we truly value the people who do the work and the work that they do. We're devoted to inclusivity, and we're dedicated to our employees' well-being, so we can all move forward together.

### WE'RE ALL IN FOR THE FUTURE

We're committed to innovating, trailblazing and disrupting for the better, and for a more connected world. We're on the cutting edge to give our customers the edge.

### WE'RE ALL IN FOR THE CONNECTION

The materials and services we provide are about so much more than the networks they create. It's about the people who use it... to help them make better connections with the things and people they love. Because we want the brightest, most connected future possible.

## Introduction and Responsibilities

The NETCEED ("NETCEED" or the "Group") Code of Conduct ("Code") defines our core principles for doing business and managing our operations in an ethical way that supports our values, commitment to business integrity, and compliance with legal requirements.

The Code applies to all entities within NETCEED, and their directors, officers, employees, and other associated persons of the Group (collectively, "Group Personnel").

We will take all reasonable steps to ensure that our business partners, including joint venture partners, suppliers, agents, representatives, and advisors, act in a manner that is consistent with the spirit of this Code in their dealings with and on behalf of NETCEED. This Code of Conduct (hereinafter the "Code") is an addition to the Internal Regulations (hereinafter the "Regulations") of each NETCEED entity.

This Code of Conduct will also be displayed at NETCEED's premises or will otherwise be made available on the intranet. The Code will also be posted and filed with the clerk of the Labor Court and a Works Council notice will be made available as necessary.

## **A. Personal Responsibility**

As an employee, you are required to read and familiarize yourself with this Code and:

- Act in a manner that is safe, ethical and consistent with our values and applicable laws and regulations;
- Ask questions if you are unsure of your responsibilities or the correct course of action to take;
- Report any concerns or possible breaches of the Code in accordance with this Code's provisions;

- Cooperate fully in any internal or external investigation, if requested to do so; and
- Attend training as required by your job function and certify annually that you have acted in accordance with our Code.

## **B. Responsibility of Managers**

Employees who are responsible for the management of others are required to act as positive role models and support team members and application of the Code by:

- Ensuring they receive new employee appropriate training;
- Creating an environment that is safe, respectful, and inclusive;
- Encouraging team members to speak up, listen and respond to concerns when they are raised;
- Ensuring that no one experiences retaliation for speaking up or cooperating in an investigation in good faith;
- Supervising Group Personnel and monitoring business activities; and
- Appropriately reporting any potential breaches of the Code (consistent with the reporting obligations set forth in the "Monitoring and Reporting" section of this Code and via the channels mentioned in the Speak Up Policy).

Investigation will be conducted by the relevant Human Resources Director, where appropriate, in collaboration with the General Counsel & Chief Compliance Officer, and the Chief Executive Officer.

Questions on the Code should be referred to your manager, your Human Resources Director, or a member of the Executive Board, in accordance with existing local guidelines and internal regulations.

Failure to comply with the Code may lead to disciplinary action up to and including dismissal or termination of contracts in the case of contract staff or business partners.

NETCEED will cooperate fully with law enforcement or regulators if required.

## People and Safety

NETCEED aims to always provide safe and healthy working conditions. This includes limiting harm to the environment, and the communities where we operate. Our activities are managed to protect the health, safety, and security of our people and communities in which we operate.

### A. Individual Safety Responsibilities:

- Before beginning any work, take time to ensure you identify, assess, and take steps to control safety hazards associated with your work;
- Do not undertake work that you are not qualified to perform;
- Use the appropriate equipment, including personal protective equipment, for the task you are performing;
- Stop any work that appears to be unsafe and listen to others who raise concerns;
- Be sure that your performance is not impaired from lack of sleep or other distractions (under no circumstances should work be performed under the influence of alcohol, medications, or drugs); we have Zero Tolerance approach to drug/alcohol;
- Know the emergency procedures that apply to your workplace and be responsible for visitors or guests; and
- Report any accident, injury, unsafe condition, incident, or complaint immediately, in accordance with existing local guidelines and internal regulations.

### B. Equal Opportunities

NETCEED values all Group Personnel for the unique skills, abilities, creativity, experience, and contributions that they bring to its business. Everyone directly contributes to our success and our reputation.

We strive to treat everyone with fairness, respect and dignity and expect those we work with to act in a way that is consistent with our sense of fairness and equal opportunity. We have zero tolerance for any form of discrimination. There are legally mandated areas concerning Equal Employment Opportunity obligations applicable to the United States. Please refer to the U.S. Employee Handbook for further information.

Decisions related to recruitment, development and promotion are based upon aptitude and ability only. Decisions must not be influenced by factors such as age, gender, sexual orientation, marital status, race, colour, ethnic origin, religion, or belief, disability, political views, or any other characteristic protected by local law or regulation.

We are committed to fostering a supportive work environment and will not tolerate harsh or inhumane treatment, including sexual harassment, sexual abuse, corporal punishment, mental or physical coercion, bullying, public shaming, or verbal abuse, in any form whether directed at Group Personnel, business partners, or anyone else; nor is there to be the threat of any such treatment.

If any Group Personnel believe that discrimination or harassment has occurred, they should report this to their manager, Human Resources Director, or other member of the Executive Board in accordance with existing local guidelines and internal regulations.

### **C. Diversity, Equity, Inclusion and Belonging**

NETCEED is committed to fostering, cultivating, and preserving a culture of diversity, equity, inclusion and belonging (“DEI&B”). Our commitment to DEI&B is applicable but not limited to our practices on recruitment and selection; compensation and benefits; professional development and training; promotions; social and recreational programs; layoffs; terminations; and the ongoing development of a work environment built on the premise of diversity, equity, and inclusion.

All Group Personnel should work to promote the spirit of DEI&B amongst their peers and in their work. If any Group Personnel believe that discrimination has occurred, whether against us or someone else, they should report them to their manager, Human Resources Director, or other member of the Executive Board in accordance with existing local guidelines and internal regulations.

### **D. Privacy of Personal Data**

NETCEED respects the privacy of its Group Personnel and will only take an interest in what employees do outside of work if it affects the Group’s reputation or legitimate business interests. We only use personal data to the extent needed for Human Resources purposes and in any event in compliance with applicable laws. For more information about how NETCEED handles the personal data of its Group Personnel, please refer to the Employee Privacy Notice, which is available upon request.

Any Group Personnel with concerns regarding the safety, treatment, or conditions of themselves, any other employee, or our customers should report them to their manager, Human Resources Director, or other member of the Executive Board.

## **Business Integrity & Legal Compliance**

NETCEED is committed to complying with all applicable local, regional, national, and international legal and regulatory requirements, including, but not limited to, the Sapin II law, the UK Bribery Act, the U.S. Foreign Corrupt Practices Act (FCPA), the Israeli Penal Law, the Portuguese Criminal Code, the Penal Code of the Dominican Republic, all applicable U.S. Federal Civil Rights/EEO Laws and other related local laws.

Where differences exist between the standard of the law or regulations and requirements of the Code, the most restrictive standard shall be applied. Where laws conflict or you are unsure

of the correct action to take, you must consult with your manager, the Human Resources Director, or another member of the Executive Board.

Managers with responsibility for business activities within a country must ensure that NETCEED's business processes are in compliance with the local laws and regulations.

### **A. Anti-Bribery and Anti-Corruption**

Bribery means promising, offering, or giving “anything of value” with the intent to improperly influence an act or decision of the recipient or obtain an improper advantage in order to obtain or retain business. Bribes can take many different forms, and there is no minimum value. In this context, “anything of value” should be broadly interpreted to include anything of monetary or non-monetary value, if the intent of the exchange is to corruptly influence the recipient or to retain an improper business advantage.

NETCEED strictly prohibits all forms of bribery, including commercial bribery in the private sector, and bribery of Government Officials.<sup>1</sup> The prohibition applies to any transaction, regardless of amount or kind, and regardless of whether it is reimbursed by the company or comes out of the Group Personnel's own pocket. This prohibition against offering, promising, paying, or accepting bribes also applies to third parties who provide services or act on the company's behalf, such as agents, consultants, and other business partners.

Your responsibilities include:

- Never offering, paying, making, seeking, or accepting a personal payment, gift, or favor in return for favorable treatment, to influence a business outcome, to obtain a decision in your favor, or to gain any business advantage;
- Ensuring people you work with understand that bribery, corruption, and influence peddling are strictly prohibited;
- Ensuring that accurate books and records are kept so that payments are honestly and accurately described, and company funds are not used for unlawful purposes;
- Knowing who you are doing business with by carrying out appropriate levels of due diligence and monitoring; and
- Reporting any suspicion of corruption within the company or on the part of any external party with whom we do business.

All Group Personnel should be familiar with the contents of the Code of Conduct and

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<sup>1</sup> The term “Government Official” is defined broadly for the purposes of this Code to include all officers or employees of a government department, agency, or instrumentality; permitting or licensing agencies; customs officials; candidates for political office; and officials of public international organizations (e.g., the Red Cross). This term also includes officers or employees of government-owned or -controlled commercial enterprises such as state-owned or -controlled universities, airlines, oil companies, health care facilities, or other vendors. The term further includes family members and close associates of such individuals (e.g., it is not permissible to give a gift to the sibling, spouse, or child of a government employee if a gift to the individual would be prohibited under this Code).

Anti-Corruption Policy and be aware that you may be liable to disciplinary action, dismissal, legal proceedings, and possible imprisonment if you are involved in bribery and corruption.

## **B. Facilitation Payments**

There are specific legal risks associated with providing, or being perceived as providing, a financial or other advantage to a Government Official. Historically, small bribes to Government Officials have been called “facilitation payments.”

NETCEED does not permit “facilitation payments” to be paid either directly or indirectly by those who work for the Group or act on its behalf, even if they are permitted by local law. Facilitation payments are payments made to Government Officials in exchange for expediting or ensuring the performance of a routine governmental action for which the Government Official will not be exercising his/her discretion. Facilitation payment requests typically arise in connection with issuing licenses and permits, processing paperwork, and obtaining similar services to which the company or employees are entitled as a matter of law. If you are asked to make such a payment, then you must politely refuse and should report it to your manager, the Human Resources Director, General Counsel & Chief Compliance Officer, or other member of the Executive Board.

If you are ever in an exceptional situation where demands are being made for a bribe, facilitation payment, or anything else of value, and you genuinely feel that your health, safety, or security is being imminently threatened, then you can pay or provide the minimum amount possible to remove yourself safely from the situation and you should immediately report the facts to your manager, the Human Resources Director, General Counsel & Chief Compliance Officer, or other member of the Executive Board.

## **C. Benefits to External Parties (Gifts, Meals, Entertainment, etc.)**

From time to time, NETCEED may provide gifts, meals, entertainment, or travel support (collectively, “Hospitality”) to third parties. It is prohibited to provide Hospitality which improperly influences or appears to influence business decisions or subjects NETCEED to any obligation or expectation of reciprocity. The giving or offering of a gift of any size to a Government Official in order to influence official action or obtain an improper advantage is never permitted. On the other hand, providing a small, non-cash gift of nominal value is permissible if the gift is not designed to influence official action or to obtain an improper advantage.

Genuine Hospitality and promotional, or other business expenditure, which seeks to improve external relations, publicize our capabilities or activities, and establish cordial relations is recognized as an appropriate business practice. Reasonable and proportionate Hospitality intended for these purposes is not prohibited; however, all Hospitality must be provided in a manner consistent with the requirements of the Anti-Corruption Policy and applicable local law and customs.

Exercising poor judgement with respect to offering, giving, or accepting Hospitality could result in a breach of the law with serious consequences for individuals and NETCEED.

To avoid any appearance of impropriety, Group Personnel should:

- Always make clear that gifts, meals, Hospitality, entertainment, and travel support are never provided with the expectation of anything in return; any gifts, meals, Hospitality, entertainment, and travel support that are approved and provided in accordance with this Code must be accurately recorded;
- Never accept anything of value in exchange for referring a third party to any person, organization, or group unless it is otherwise permitted under this Code;
- Never give or receive extravagant gifts or entertainment – values should always be reasonable and modest in line with the applicable limits in the Anti-Corruption Policy;
- Such gifts should be given and received in a transparent manner appropriate to the business relationship; and
- Never solicit or accept gifts, entertainment, or other special favors from any organization, person, or group that does or is seeking to do business with the Company or if it coincides with any purchasing, sales, or other decisions, since they could appear to improperly influence such decisions.

In the event of a conflict between this Code and any applicable local laws or regulations, the more restrictive provisions apply. For example, if local law or a prospective recipient's employer imposes lower expenditure limits than are permitted under this Code and the Group's policies, Group Personnel must comply with the lower expenditure limits.

If you ever find yourself in a situation where clients are requesting or Group Personnel are offering extravagant or lavish gifts, hospitality services, or other business expenditure in contravention of this Code, you should report it to your manager, the Human Resources Director, General Counsel & Chief Compliance Officer, or other member of the Executive Board.

#### **D. Money Laundering Prevention**

NETCEED is committed to preventing its operations from being used for money laundering and terrorist financing. Money laundering is the process by which parties conceal the existence, nature, ownership, or source of funds that derive from unlawful activities or that have been obtained through corrupt means. NETCEED Personnel should not engage in transactions that are unlawful, or involve property derived from illegal conduct, or that support crime or terrorism.

#### **E. Sanctions & Export Controls**

Sanctions are financial, trade, and travel-related restrictions targeting individuals, entities, and territories which are implemented for foreign policy purposes. Sanctions may be list-based, country-based, or target certain industry sectors.

All NETCEED Personnel are responsible for ensuring that our business activity is in compliance with all applicable national and international sanctions and export control laws,

regulations, and rules, including the laws of the European Union, United States, United Kingdom, and any other jurisdiction to whose laws NETCEED is subject. This includes both direct and indirect business activity. In order to ensure compliance with sanctions and export controls, Group Personnel must carry out the appropriate sanctions and export controls procedures as set out in NETCEED's Sanctions & Export Controls Policy, including conducting screening and third party due diligence.

## Avoiding conflicts of interest

### A. Conflicts of Interest

NETCEED expects its Group Personnel to avoid situations that may involve a conflict between an individual's personal interests and the interests of NETCEED. As in all other facets of their duties, Group Personnel dealing with customers, suppliers, contractors, competitors, or any person doing or seeking to do business with the Group are to act in the best interest of NETCEED.

Examples of potential conflicts of interest include:

- **Financial interest:** As staff, you and your families (including spouse, children or spouse-equivalent with whom you are residing) own, control or direct a material financial interest in, including lending funds to, a supplier, contractor, competitor, or in any business enterprise which does or seeks to do business with the Group.
- **Outside directorships:** You serve as a director, officer, partner, consultant or any other role in unaffiliated profit-making organizations if that activity may impair your duty to act in the best interests of the Company. Holding directorships in unaffiliated entities requires the consent of the CEO.
- **Outside activities:** You or your family volunteer or are employed by any business enterprise of a competitor, customer, or supplier of goods, services or credit to the Company.
- **Personal relationships:** Arrangements or circumstances, including personal relationships, that may compromise your ability to act in the best interest of NETCEED. You may supervise directly or may be in a position to influence the career of someone with whom you have a personal relationship.
- **Special interest groups and political office:** You wish to seek election or appointment to a political office or become actively involved with a special interest group.

Any Group Personnel who consider that they may have a potential conflict of interest should make a prompt and full disclosure in writing to their line manager (unless that manager is also involved in the conflict of interest, in which case it should be reported to a more senior manager). Conflicts of interest, including mitigation plans, should be appropriately recorded.

Any Group Personnel having knowledge of any violation of the policy shall report it to the Human Resources Department. All reports of incidents will be handled in a prompt, appropriate and confidential manner. The Group prohibits retaliation against any individual

who reports or participates in an investigation of such reports.

## **B. Competition and Antitrust**

NETCEED shall not engage in any anticompetitive conduct. Our Group Personnel must not engage in any form of information exchange or agreement or understanding with competitors to fix prices, rig bids, allocate customers, and/or restrict supply. If your role involves dealings with competitors or is market facing, you must ensure that you are fully briefed and trained on competition law.

## **C. Donations and Contributions**

From time to time, NETCEED may make charitable or social contributions (money, assets, materials, or services), and generally does not make political donations. Any such contribution by NETCEED or on the Group's behalf must be pre-approved in writing by your manager, or another member of the Executive Board and made in a manner consistent with this Code and with the Anti-Corruption Policy.

Group Personnel who choose to become personally involved in political or social activities, must do so in their own time and without using any company resources or representing their views as those of NETCEED.

## **D. Business Partners**

Our third-party suppliers and business partners are essential to our ability to do business. We expect them all to share our commitment to safety, ethics, and compliance. Importantly, NETCEED can be held liable not only for our own actions but also for the actions of third parties acting on our behalf, such as agents, advisors, contractors, consultants, or suppliers. Anti-bribery and anti-corruption laws prohibit the use of third parties, such as agents, acting on behalf of a company to facilitate bribery, whether or not the company had actual knowledge of the third parties' actions.

If you suspect any of NETCEED's third parties of making improper payments or engaging in other misconduct, you should immediately report this to your manager, the General Counsel & Chief Compliance Officer, or another member of the Executive Board. NETCEED conducts risk-based, proportionate due diligence for third parties performing services on its behalf. Group Personnel responsible for hiring or engaging third party business partners must be familiar with and comply with the NETCEED Third Party Due Diligence Policy which contains details on appropriate due diligence measures tailored to the third party's risk profile.

Group Personnel who are directly responsible for the management of contracts with third parties or regularly engage with business partners must:

- Ensure that the requirements of our Code and other relevant standards are communicated, and contractual obligations are agreed where applicable.
- Ensure that appropriate due diligence activities are completed. This must include appropriate levels of financial and legal checks to prevent money laundering,

corruption, fraud, and any other financial crime.

- Periodically review any changes to the third-party relationship (i.e., types of services provided) and the third party's circumstances to inform whether the risk rating of the third party has changed, and whether heightened due diligence is warranted.
- Actively monitor and manage all third parties you have engaged with to ensure their proper performance of contractual obligations where appropriate, and their adherence to this Code.
- Report any indications that a supplier or business partner is not complying with this Code, applicable laws, or contractual obligations.

## Safeguarding Information and Assets

Intellectual, physical and financial corporate assets are valuable and must be managed and protected appropriately. Personal data and intellectual property must be safeguarded, and communications facilities must be used responsibly.

### **A. Protection of Assets**

NETCEED owns a wide range of assets, including property, funds, plant, equipment, data, and intellectual property. All NETCEED Personnel have a general duty to use them properly, and some roles carry specific responsibilities for asset protection, which may include ensuring security, undertaking maintenance or otherwise preventing damage or loss.

Accurate financial and non-financial information records are essential to our business and to demonstrate our compliance with legal and regulatory obligations, as well as the expectations of our stakeholders.

We will maintain effective internal accounting policies, standards and procedures and will establish appropriate controls to ensure that all financial transactions are properly authorized, recorded and reported. All books, records and accounts must reflect all transactions in connection with our business accurately.

Information relating to NETCEED's operations must be kept secure, using systems established for that purpose. Information should only be disclosed or exchanged with authorized persons or entities, subject to the requirements of legislation. Information should also be managed and stored effectively, to safeguard its quality and reliability.

Where NETCEED holds personal information on its Personnel, this also must be safeguarded and kept confidential, in accordance with data protection legislation.

All NETCEED Personnel are responsible for protecting NETCEED's assets against unnecessary waste, loss, damage, misuse, theft, misappropriation or infringement, and for using all of our assets responsibly.

Protecting the security of our people and workplace is vital. NETCEED Personnel must

understand and follow site and business security procedures and report any circumstances that appear to create a specific vulnerability or pose a threat to their own security, other people or our assets.

## **B. Data Protection**

NETCEED takes privacy and data protection seriously. During our activities we collect, use, store, share and process personal data about our current, past and prospective employees, customers, suppliers and other third parties with whom we communicate. Personal data is subject to legal safeguards specified in applicable data protection legislation, including but not limited to the General Data Protection Regulation (EU) 2016/679 (“GDPR”).

The GDPR defines personal data as “any information relating to an identified or identifiable natural person.” All personal data must be kept and processed in accordance with GDPR and applicable local laws. In general, personal data must:

- be collected only for specified purposes that are necessary for our business and used only for those purposes;
- not be disclosed to third parties except where allowed by law;
- be kept secure using appropriate technical and organizational measures, including as necessary passwords, encryption, restricted digital or physical access, and other measures; and
- not be kept for longer than necessary for the purpose for which it is collected.

All Group Personnel must comply with applicable data protection legislation when processing personal data. As part of your job, you may process personal data about other NETCEED Personnel (such as customers, suppliers and other third parties). Even if you do not have direct involvement with personal data as part of your job, there may be times when you are asked by others to supply or otherwise process personal data. At all times you should be mindful of your obligations with regards to data protection.

If you believe that personal data held by NETCEED has been lost, stolen, or disclosed to or accessed by an unauthorized person, please report it immediately to your IT Director, your Human Resources Director, General Counsel & Chief Compliance Officer, or another member of the Executive Board.

## **C. Use of IT and Electronic Communications**

NETCEED provides its staff with IT equipment and access to electronic communications systems and expects its staff to use these responsibly. Staff should take care of equipment provided to them and should also keep safe passwords and any other electronic security measures.

Although staff are permitted to make personal use of IT equipment and communications systems, this should be kept to a minimum and should not interfere with the fulfilment of duties. Staff should not generate large volumes of network traffic through personal use.

Use of NETCEED systems for accessing pornography and other inappropriate material or activities will be treated as misconduct. Use of communications systems and social media for bullying or other forms of harassment will also be treated as misconduct.

NETCEED reserves the right to monitor and make use of the use of electronic communications that you generate to ensure that NETCEED's rules are being complied with, for legitimate business purposes and to take action in the event of misuse.

#### **D. External Communications**

Only authorized Group spokespersons are permitted to make any public communication regarding NETCEED or its business to the media (traditional and social/online) or analysts. If you are approached or contacted with a request for information, then you should refer it to your Marketing Director, or another member of the Executive Board.

All NETCEED Personnel who use or engage in conversations on social media must take care that they do not speak on behalf of NETCEED unless otherwise authorized to do so. You may not divulge or discuss confidential information or other information relating to the NETCEED's operations which could lead to a violation of confidentiality agreements or contractual obligations.

#### **E. Record-Keeping and Transparency**

Accurate record-keeping and reporting help us meet our legal and regulatory requirements. Maintaining financial integrity also reflects positively on our reputation and credibility. Each of us – at every level of our company – has a responsibility for ensuring the accuracy of all company business and financial records.

Any failure to record transactions accurately or falsifying or creating misleading information or influencing others to do so, could constitute fraud and result in fines or penalties for Group Personnel or the company.

Group Personnel must:

- Record all transactions accurately, completely, and promptly;
- Maintain accurate records related to training, certifications, and any disclosed conflicts of interest;
- Only perform transactions, such as buying, selling, or transferring goods/assets, for which they are authorized;
- Ensure transactions they approve are legitimate and based on valid documentation;
- Notify NETCEED's Group CFO, or another member of the Executive Board of any potential fraud, other misrepresentation of accounting or other information, or if a 'facilitation payment' has been paid to avoid physical danger or due to an error in judgement;
- Where instructed in the context of a legal hold, retain records in accordance with the guidelines in the notification; and

- Retain records that may be relevant to any ongoing audit, litigation, or regulatory investigation.

## Environmental, Social and Governance (ESG)

At NETCEED, we strongly believe that it is in the mutual interest of both NETCEED and our business partners to create a positive impact on our planet and communities.

NETCEED strives to act responsibly towards the environment and the people taking part in the development and delivery of our solutions and services. We recognize that our operations have an impact on the environment and our society, and we are committed to minimizing the negative impact and promoting positive impacts, whilst delivering solutions to our customers worldwide.

NETCEED expects all Group Personnel to work alongside NETCEED in these endeavors and abide by NETCEED's Environmental, Social and Governance ("ESG") Policy. The ESG Policy addresses NETCEED's ESG priorities and associated Group Personnel expectations related to:

- Climate change and energy management;
- Circular economy and waste management;
- Product eco-design and extending lifecycle of products;
- DEI&B;
- Human rights and labor standards;
- Health and safety;
- Business ethics and conduct;
- Cybersecurity;
- Antitrust / competition;
- Sustainable supply chain; and
- Product quality and safety.

All Group Personnel should be familiar with the contents of the ESG Policy and consider how it may impact their role at NETCEED.

For applicable Group Personnel, this will include taking sustainability and other ESG-related factors into engagement decisions with third parties.

Prior to engaging a third party, applicable Group Personnel have an obligation to ensure that such third party is in alignment with NETCEED's ESG Policy and agree to abide by the Supplier Code of Conduct. If a concern or violation of NETCEED expectations or policies is identified through initial due diligence or ongoing monitoring thereof, this should be taken into

account in the third party's risk profile and determination as to whether to continue the business relationship with the applicable third party.

If you ever find yourself in a situation where you are unsure how to act in accordance with this Code or the ESG Policy or have ideas on how to further NETCEED's ESG priorities, you should contact the Group Sustainability Lead or another member of the Executive Board.

## Monitoring and Reporting

Every manager is responsible for monitoring compliance with the Code of Conduct and other Group standards and procedures in order to provide assurance to senior management and the Board that effective controls are in place, expected results are being achieved, and to report potential violations of the Code and results of subsequent investigations to the relevant Human Resources Director and the Executive Board.

External, independent reviews will be carried out to periodically provide additional assurance.

### **A. Reporting of Violations - Speak Up**

All NETCEED Personnel are responsible for reporting any actual or potential violations of the Code of Conduct. If in doubt, Group Personnel should report their concerns to their direct supervisor, as applicable, unless they have reason to believe that the individual may be complicit in the violation, in which case they should report the issue to their functional manager, Human Resources Director, General Counsel & Chief Compliance Officer, or another member of the Executive Board. In order to be protected, Group Personnel are bound to speak up internally first, before reporting to any external authorities.

All reporting of misconduct or suspected misconduct is confidential and will be carefully studied.

This means your report will only be shared with a limited number of people, all of whom will be under an obligation to keep the report confidential. It is not possible to report through an anonymous helpline.

The Group will take all necessary steps to ensure the confidentiality of the investigation to the extent possible to conduct a thorough, objective fact-finding.

The Group is committed to protect the privacy of Group Personnel.

We will do everything reasonable to safeguard personal data from unauthorized access and processing. You can send an email to [privacy@netceed.com](mailto:privacy@netceed.com) in order to gain access to your personal data and, as the case may be, to request that this data be rectified, completed, updated, blocked, or deleted.

### **B. Non-Retaliation Policy**

Retaliation against Group Personnel who bring concerns forward in good faith is

prohibited. Any negative action taken against an individual who has raised concerns regarding a violation or potential violation of the Code of Conduct, other Group policies, or applicable law, is unacceptable, and itself constitutes a violation of the Code. NETCEED will take disciplinary action against individuals deemed to have instigated any form of retaliation.

### **C. Dealing with Violations of the Code**

In the event that violations of this Code are suspected or proven, action will be taken. If there is reason to suspect non-compliance, an investigation will be undertaken to determine if a violation has occurred. In the event that a violation has occurred, action will be taken to address any resultant harm, fulfil any obligations to report to regulatory agencies and to identify the root cause and implement measures to prevent further violations.

Please bear in mind that some violations may be criminal in nature and punishable by fine or imprisonment. Violations can jeopardize our relationships with our customers and suppliers and could result in loss of the privilege to do business in the countries where we operate. If you authorize, direct, cover up or in any way participate in any such violations, you will be subject to appropriate disciplinary action, which may include dismissal or termination, reimbursement to NETCEED for any losses or damages resulting from the violation, and civil and/or criminal liability. Furthermore, NETCEED may, as appropriate, implement system-wide changes and/or notify the relevant governmental office or agency.

Approved by Board of Directors

Date 11/07/2024