



# CODE OF CONDUCT



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# Purpose

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The Code of Conduct provides the basic legal guidelines and essential ethical behavioural standards that will help NETIS' employees and business partners, make the right business decisions.

The guidance is useful for the management of critical risk areas such as privacy, conflicts of interest, improper payments, environmental impacts, and others. It is the responsibility of each NETIS' employee and business partner to implement, monitor and enforce compliance with the Code of Conduct



# Description

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The Code of Conduct aims to set a clear expectation of the Legal and ethical standards we must follow.

The Code helps our people take the right decision in doing business. The Code of Conduct provides general and minimum standards of conduct which are globally applicable within NETIS and does not govern all conceivable situations. In addition to this Code of Conduct, also the respective local laws and regulations as well as NETIS' other Group policies and specific internal guidelines must always be respected.

If you think there is a conflict between the local laws and NETIS' Code of Conduct, Group policies or internal guidelines, local laws prevail. In this case and in each case, you have doubt on the right way to do the business, please seek guidance from the local management or the Group Legal & Compliance Department.

# Forward By THE ExCom

## **DEAR COLLEAGUES,**

We at the ExCom of NETIS believe that the trust of customers and all stakeholders in our Company and our products & services, is our most asset. We can only strengthen public trust and protect NETIS, its employees and our environment by conducting ourselves with integrity and honesty. This includes being familiar with the applicable statutory regulations and internal rules and complying with them.

Therefore, this Code of Conduct is the basis for our actions! Our Group is diverse. Irrespective of the differences between us, our origins, our tasks, and duties, we all share responsibility for our company's success and our contribution to sustainable development through our conduct and our actions. Our shared values determine how we work, how we make decisions, and how we interact with one another and all living creatures. NETIS Code of Conduct supports ethical and responsible conduct.

Because in NETIS, we do believe in turning a blind eye can never be the right solution! When in case Of doubt, we seek competent advice and support. We, NETIS Executive Committee, are convinced that our Code of Conduct is one important key to the success of our Group and its subsidiaries. We therefore ask you to use the Code of Conduct in your workplace and to seek advice if you are in doubt. Let us be together to make NETIS a responsible employer that is a serious partner not only for excellent products and services, but also for integrity and fairness.

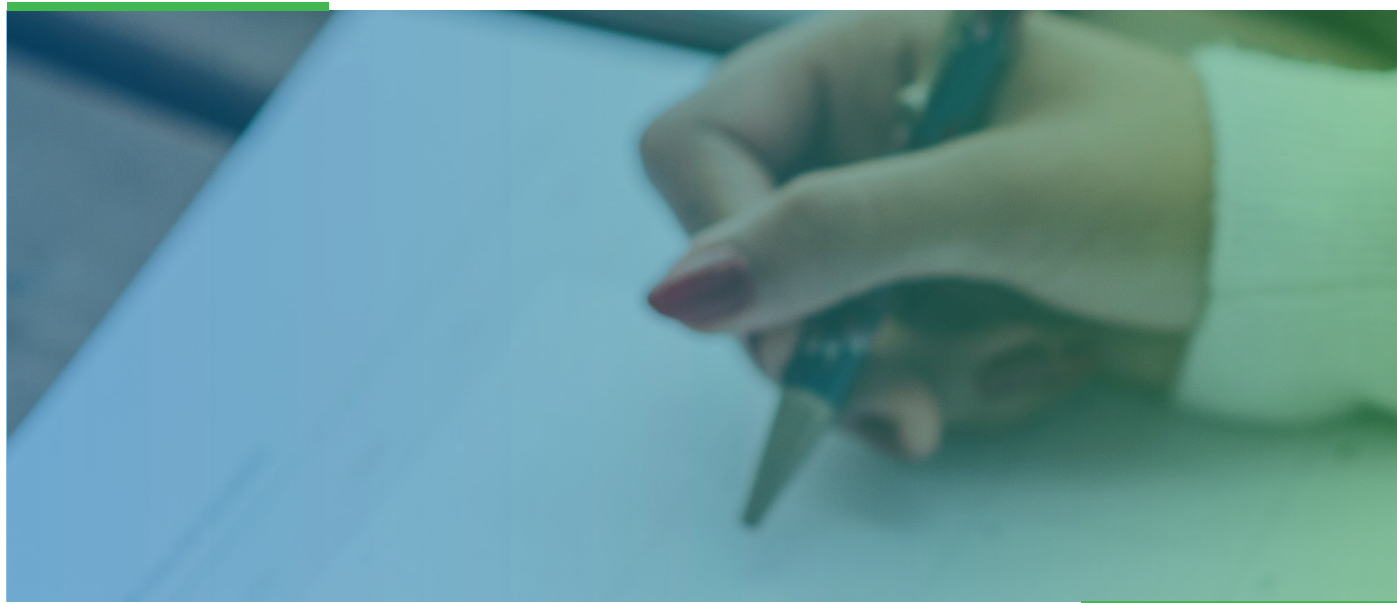
## Scope

NETIS Code of Conduct applies to all entities and individuals who work for or with NETIS. It is addressed to all the company's officers, directors, managers, and employees. NETIS also expects its business partners to comply with its standards. Each employee is responsible to read and understand all rules, to attend all mandatory and necessary trainings and to ensure full compliance in his/her field of work. The local management is responsible for supporting their employees and business partners in this endeavour. Each manager is expected to act as an ethical role model for those who report to him.

# | Consequences Of Violations

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NETIS does not tolerate violations. Infringements of this Code of Conduct, the local laws and regulations or other internal guidelines and group policies can be subject to disciplinary action (up to and including termination) and to civil and criminal fines and sanctions. All discipline will be applied fairly, equitably and in accordance with local law.



NETIS will make a good faith effort to implement the Code of Conduct and will ensure adoption of a similar set of policies, for suppliers, representatives, and other contractors. NETIS will use its best efforts to have such third parties commit by contract to NETIS' Code of Conduct or will ensure that such parties have similar policies in effect.

NETIS will assess each reported allegation of violation of laws and/or the Code of conduct. If the reported allegation is serious, NETIS will investigate it.

Proportionate disciplinary action will be instigated for instances of a violation of the Code of conduct and/or applicable laws or for failure to report a known violation of this Code of Conduct and applicable laws. Appropriate actions will also be taken vis-à-vis employees and third parties involved in any breach of this Code, including contract termination.



# | Guidance & Report Concerns





All employees and partners are encouraged to report any illegal conduct to the Group Chief Legal & Compliance Officer, CLCO. All serious reported allegation will be further investigated as per the applicable NETIS investigation Policy. NETIS strictly prohibits retaliation against any person who reports a concern in good faith. If you believe that you or one of your colleagues have been subject to retaliation because of reporting of actual or potential misconduct, you should bring this matter to the CLCO immediately so that the right appropriate measures are implemented as per the NETIS investigation Policy.

If you are in any doubts regarding the legal or ethical implications of your own conduct or questions about what is required, you are encouraged to seek advice or assistance. The following resources are available to you:

- Your Country CEO
- The relevant group functions (e.g. Human Resources Finance, Supply Chain...)
- The Group CLCO

If needed, the Company points of contact provide support in dealing with this Code of Conduct.

You can find all the details in:

- Web Site : [www.netisgroup.net/compliance](http://www.netisgroup.net/compliance)
- Email : [compliance@netisgroup.net](mailto:compliance@netisgroup.net)



# | Human & Worker's Rights



## Prohibition Of Child Labour

NETIS prohibits the use of child labour in our operations, and in the manufacturing or execution of the products and services we purchase in line with ILO and UNICEF recommendations (C138 - Minimum Age Convention, 1973).

In order to protect unregistered children from child labour and in the absence of state-issued documentation, NETIS is conducting an age verification according to local labour laws (medical examination, school certificate...).

## Harsh Treatment And Harassment

We respect and defend the personal dignity of each individual. We do not tolerate any discrimination or harassment of our fellow associates and encourage diversity.

Sexual harassment is behaviour of a sexual nature that is unwelcome and offensive to the person or persons it is targeted toward. Examples of harassing behaviour may include unwanted physical contact, foul language of an offensive sexual nature, sexual propositions, sexual jokes or remarks, obscene gestures, and displays of pornographic or sexually explicit pictures, drawings, or caricatures. Use of the employer's computer system for the purpose of viewing, displaying, or disseminating material that is sexual in nature may also constitute harassing behaviour. Please refer to NETIS Policy with this regard.



## Gender Equality

NETIS believes that gender equality is central to achieving its overall long-term objectives.

As such, we contribute to the overall vision of a just, inclusive, and peaceful society. Inclusive refers to men and women of all ages and backgrounds.

NETIS's focus on equal access, opportunities and rights for men and women is based on existing and persisting gaps and stereotypes in society that often benefit men over women.

To contribute to bridging these gaps, NETIS promotes Women employment and gender equality at all levels of the organization and strives to minimize the gender pay gap.

## Working Hours

NETIS and its partners respect local laws regarding daily and weekly working hours, including laws concerning maximum overtime and working days. Workers must also benefit of at least one full day off per week.

## Involuntary Labour

NETIS prohibits involuntary labour, including forced, indentured, bonded, slave or human-trafficked labour within our business operations and our supply chain. Involuntary labour is a pervasive and insidious global issue that directly and negatively impacts basic human rights. NETIS is committed to protecting human rights and maintaining an ethical and transparent operations, free of Involuntary labour.

## Wages & Benefits

Workers of NETIS and its partners must be paid timely at a rate equal or greater to the local minimum wage.

All overtime must be compensated according to local law. Salary deductions for worked hours as disciplinary measures are prohibited, except the cases permitted under the applicable laws

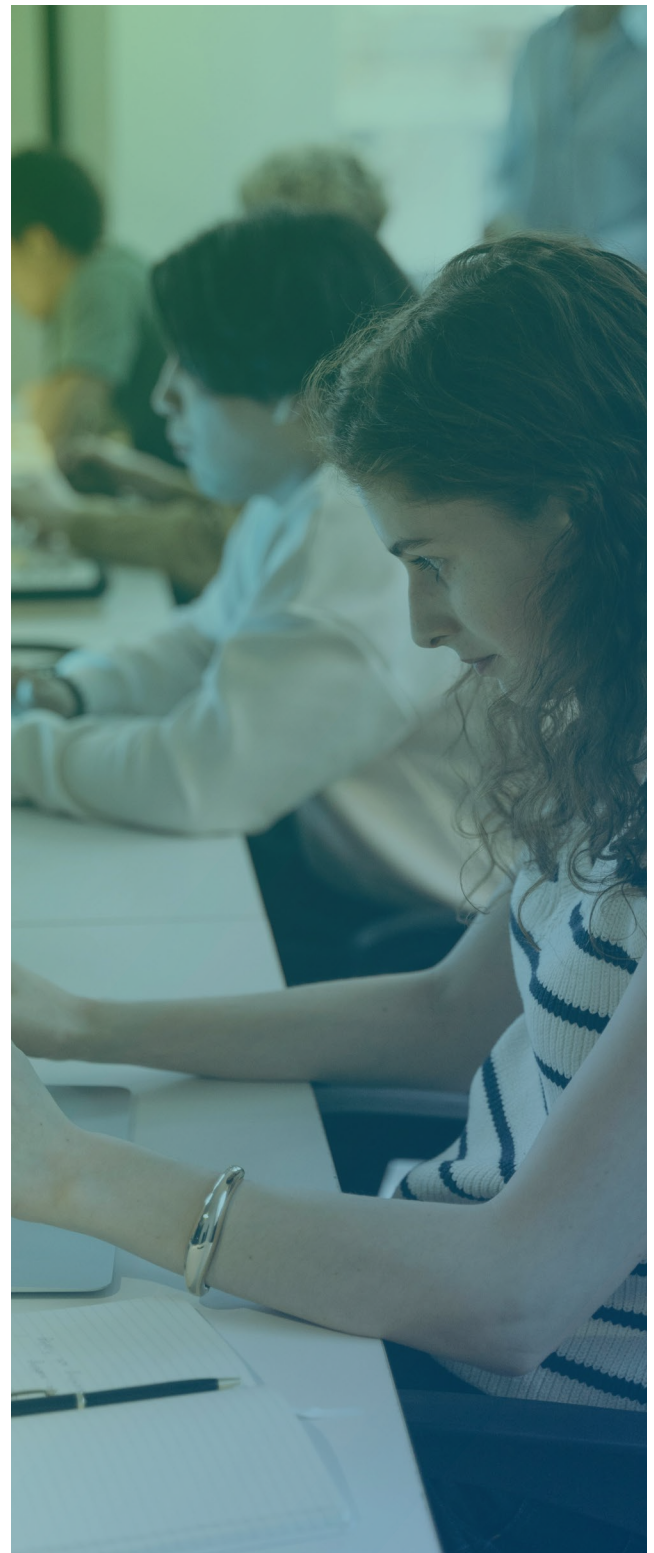
## Equal Opportunity & Equal Treatment

NETIS is an equal opportunity employer. No person is unlawfully excluded from consideration for employment because of race, colour, religious creed, national origin, ancestry, sex, age, veteran status, marital status, pregnancy, maternity, or Physical challenges.

## Health Status & Privacy

NETIS will not seek unnecessary information on the health of workers or potential workers, by any means. Nevertheless, if NETIS receives information

about the health status of workers or potential workers, it will abstain from communicating them to any third party. Discrimination, harassment, or dismissal of workers on the basis of their health status, especially HIV status, is prohibited. Applicable data protection law will be fully observed in processing the data of our employees and business partners.



## Freedom Association

NETIS respects the right of workers to freely create or join a labour union of their choice, without suffering any kind of discrimination, intimidation, or harassment, in accordance with local law.

## Data Privacy

NETIS applies high standards when processing our employee's personal information and our business partner's data. All personal data collected and held by NETIS will be processed fairly, carefully and in compliance with the local laws, namely the applicable data protection regulations.

Access to personnel records is restricted to NETIS employees and agents who have appropriate authorization accorded on a need-to-know basis.

All such information must be treated with upmost care and confidentiality in order to respect each individual's privacy.

In general, we respect IT and EDP security and adhere to the applicable data privacy regulations.

## Corporate Social Responsibility & Environment

NETIS strives to serve its customers' and society's requirements over the long-term, to continually improve its operations, products, and services, to manage resources efficiently and to conduct business in a sustainable way.

NETIS therefore applies high standards

to its services and products, on environmental protection and corporate social responsibility, and as minimum, we comply with all applicable laws, rules and regulations

## Health & Safety

NETIS's employees should do their part to maintain a healthy and safe workplace for our colleagues and partners. We strive for achieving zero injuries and zero incidents in our workplace. In pursuit of our goal of Zero tolerance to violations of health, safety and environmental rules, we must follow all applicable laws and regulations designed to prevent workplace hazards and promote a safe and healthy work environment.

We are all encouraged to contribute to this effort by sharing our ideas and concerns, completing safety observations, providing feedback to colleagues about safe behavior, accepting helpful suggestions for staying safe, and collaborating to develop safe practices.

# ANTI-BRIBERY & CORRUPTION







## Bribery & Facilitation Payment

NETIS does not tolerate corruption in any form. Corrupt behaviour of associates or business partners is liable to prosecution. It distorts competition, results in financial loss, and harms the company's reputation. NETIS does not engage in bribery or any form of unethical inducement or payment including illegal facilitation payments or 'grease payments' and does not make political donations or expenditure.

NETIS does not tolerate improper or corrupt payments made directly or indirectly to a customer, government official or third party, including facilitation or "grease" payments, improper gifts, entertainment, gratuities, favours, donations or any other improper transfer of value. We engage only reputable sales representatives and other third parties who share the same commitment.

All personnel are encouraged to raise any genuine concern about a suspected breach of this policy or any perceived infringement of their rights.

## Gifts, Hospitality & Entertainment

NETIS and its representatives do not offer, give or receive any gifts or hospitality which is intended, or may be construed, as a bribe, or which may place, or be perceived to place (directly or indirectly) the recipient under an obligation towards the party offering or giving such gift or hospitality. Please refer to NETIS Policy on giving or receiving gratuities

## Anti-Money Laundering, Trade Sanctions And Export Controls And Facilitation Of Tax Evasion

NETIS and its business partners shall comply with all applicable national and international anti-money laundering, trade sanctions, import and export controls and customs laws and regulations. NETIS and its partners do not deal with any sanctioned third party individuals or entities or controlled products.

NETIS and its partners shall comply with all applicable national and international legislation prohibiting the facilitation of tax evasion.





# | Business Conduct



## Honouring Conduct

NETIS and its employees are strongly committed to deliver what they have promised and must abide by all contract obligations entered into with its customers and partners. Any expected deviation from contractual terms must be communicated to and pre-agreed in writing with the authorised executive of the customer or partner.

## Protection Of Information & Intellectual Property

All NETIS Employees shall protect NETIS as well as third parties Confidential Information. Employees must protect NETIS and third parties confidential information and trade secrets from unauthorized disclosure and misuse, and do not share them with third parties except under approved terms which restrict their disclosure and use.

NETIS actively protects its intellectual property. When dealing with third parties intellectual property, NETIS must deploy the same degree of care we give our own, and according to the terms of any applicable agreement.

## Protection of tangible property/ no use of company assets and employees for private purposes

Within NETIS, we handle the property of our company, our fellow employees, and our business partners in a responsible manner and protect it against loss, damage theft and abuse.

This includes funds, facilities, equipment, tools, products, documents, software,

and networks. In particular, we must not tamper with company property, not use it for private purposes or personal profit, and not remove it from the company's premises without authorization. NETIS partners such as suppliers and contractors must not be used for private purposes unless prior written authorization from the Group CEO.

## Conflict Of Interests

In performing their job duties, employees are expected to use their judgment to act, at all times and in all ways, in the best interests of NETIS. A "conflict of interest" exists when an employee's personal interest interferes with the best interests of NETIS. For example, a conflict of interest may occur when an employee or a close relative (spouse, civil partner, adult children or other close relatives) receives a personal benefit as a result of the employee's position with NETIS.

A conflict of interest may also arise from an employee's business or personal relationship with a customer, supplier, competitor, business partner, or other employee, if that relationship impairs the employee's objective business judgment.

Potential conflicts of interest must be avoided or carefully managed. All conflicts or potential conflicts must be disclosed as soon as you become aware of it. It is important that such

issues are dealt with promptly and in a transparent manner. You should fully comply with NETIS Conflict of Interest Policy.

## Donation, Sponsorships & Charity

Donations and sponsorship are permitted only in the context of the respective legal framework and in accordance with the applicable Policy of NETIS. We make monetary donations and donations in kind to support, charitable causes, sports, culture, and Women/Children's help institutions. We grant donations only to recognized non-profit organizations or organizations that are authorized by special provisions to accept donations. The granting of donations and sponsorship measures is permitted only in accordance with NETIS donation and sponsorship Policy.

## Fair Business Practices

NETIS upholds standards of fair business, advertising and competition and ensure that information provided to customers and other third Parties is not misleading. NETIS will not participate in any activities that could be seen as improperly impeding competition and will fully respect all applicable anti-trust laws and regulations.

## Political Lobbying

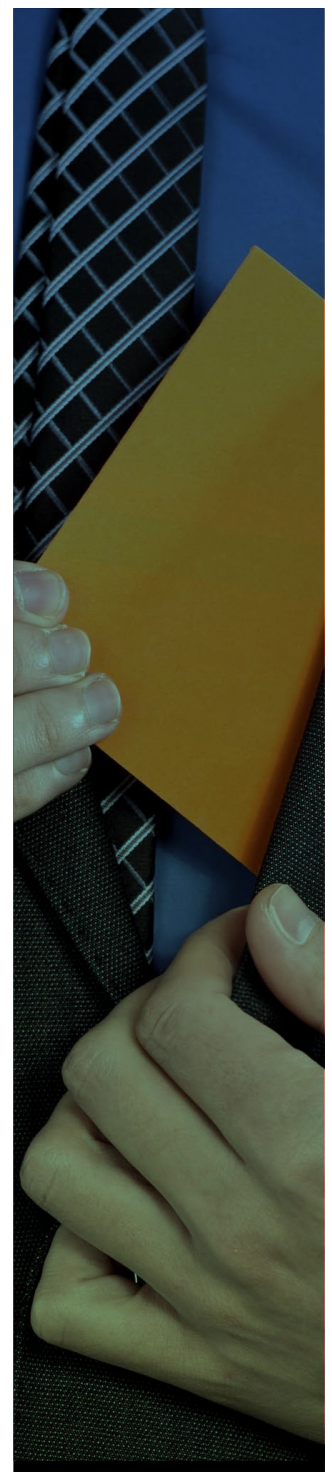
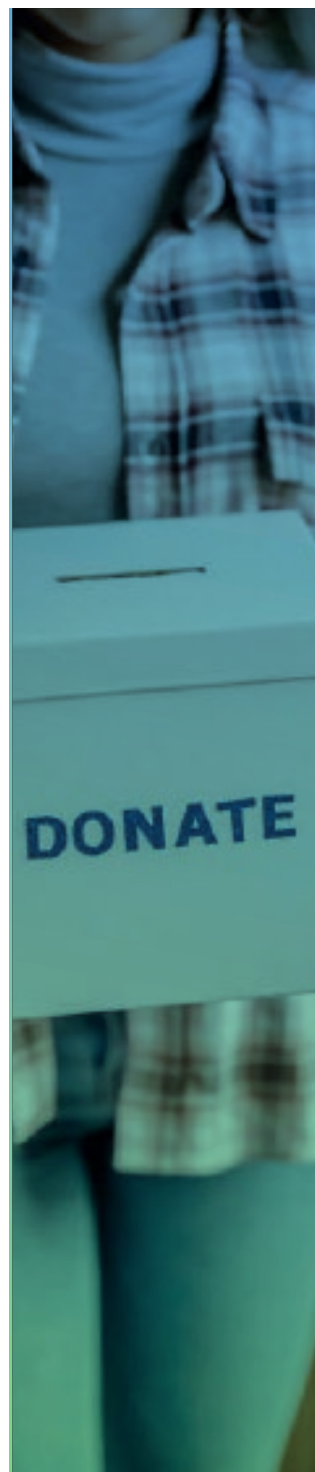
politics and legislation exert an influence on the economic framework for business processes.

NETIS' participation in commercial trade means that it also has an impact on society and can specifically promote its interests during decision making processes, such as those for legislation plans, through political

lobbying.

We conduct political lobbying centrally and in line with the principles of openness, accountability, and responsibility. It goes without saying that our interaction with political parties and interest groups is based on the principle of neutrality.

Dishonestly influencing policymakers and government is not permitted.



## Customer & Community Relations

NETIS develops and maintains good relationship with employees, customers, suppliers, and the general public. Our customers' impression of NETIS and their decision to purchase products or services from us are greatly influenced by the people who serve them. Every employee, regardless of his/her position, is an ambassador for the company.

The following building blocks will contribute to strengthen our image and relationships as well as to our continued success:

1. Act with competence and strive for solutions providing full satisfaction to our customers.
2. Communicate in a polite and respectful manner.
3. Follow-up on orders and questions promptly, provide business like replies to inquiries and requests, and perform all duties in a professional manner.
4. Take great pride in your work and enjoy doing your very best.

## Awareness & Training

Training will be provided on the Code of Conduct, its related Policies and its implementation and will be tailored to the risks identified. In particular, adapted and customized trainings are provided on regular basis to all NETIS employees, namely procurement, Sales, HR, Marketing employees, who are involved with third parties, covering the contents, application and consequences of this Code of Conduct and its related Policies.

NETIS will provide its business partners as much as needed with appropriate compliance trainings.

## Self Test For Decision Guidance

If at anytime I am unsure whether my behaviour complies with the principles set out in the Code of Conduct, I should ask myself the following questions: If my answer to questions 1–6 is "yes" and the answer to question 7 is positive, my behaviour is very likely to be compliant with our principles. If questions remain unanswered or if I have any doubts, I should get in touch with any of the points of contact listed in the Chapter 7: Guidance and Report Concerns

1. Did I take all relevant matters into consideration and weigh them properly? (content test)
2. Am I confident that my decision is within the constraints of legal and company requirements? (legality test)
3. Do I stand by my decision when it is revealed? (supervisor test)
4. Am I in favor of all such cases being decided the same way company wide? (universality test)
5. Do I still think my decision is right when my company must justify it in public? (public test)
6. Would I accept my own decision if I were affected? (involvement test)
7. What would my family say about my decision? (second opinion)

| Process







## **We take each concern seriously.**

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CLCO will review and promptly address your concern for appropriate follow-up and resolution; this may involve assigning a neutral party or auditor to investigate and understand the concern. CLCO may also assign a high-level “familiar manager” from the business to oversee the investigation. CLCO will track your concern from initiation to its resolution to ensure that it receives careful and thorough attention.

At the end of the investigation, if the NETIS Code of Conduct has been violated, CLCO will recommend the appropriate corrective action or discipline. CLCO will share feedback (respecting confidentiality) with the person who raised the concern and lessons learned with the business.



# | Corrective Action | And Discipline



An important aspect of our compliance program is taking effective corrective action and, where appropriate, employee discipline. Subject to local law, discipline, up to and including termination of employment, will depend on a number of factors, including but not limited to the following examples:

- The conduct was intentional or deliberate, or involved a violation of law;
- The conduct involved dishonesty, theft, fraud, or personal gain;
- The conduct was repetitive or systemic or included efforts to conceal;
- The employee cooperated fully and openly with the investigation;
- The employee has set the right culture for compliance in the organization;
- The employee's level within the organization.

Employees will be provided an opportunity to present any additional relevant information that may not have been considered before a disciplinary decision is made.







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