



# Code of Conduct

*Version 27/12/2025*

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## Introduction

As part of our integrity policy, **Ex2 Inc.** (« **Ex2**») has established this Code of Conduct (hereinafter referred to as the "Code") which sets out the standards of behavior expected at **Ex2** and all its subsidiaries (hereinafter referred to as the "Group", "Organization" or "Entity") **Ex2/Entities Ex2**. Each time **Ex2** is mentioned, this also refers to Entities **Ex2**.

**Ex2** commits to preventing and combating undesirable behaviors such as sexual harassment, intimidation, aggression and violence, and discrimination within the entities **Ex2**. The objective of this Code is to promote a safe and healthy workplace, where employees respect each other's boundaries and dignity.

This Code applies to all Employees of **Ex2** and Entities **Ex2**, as well as to their subcontractors and representatives, i.e. to all Employees (whether temporary, fixed-term or permanent), subcontractors, trainees, seconded staff, home workers, casual workers, temporary staff, volunteers and interns of all Entities **Ex2** (hereinafter collectively referred to as the "Collaborators"). It also applies to the relationships between the Collaborators and the Partners of **Ex2** (hereinafter referred to as "Partners"), to the officers, directors, members of the Board of Directors or committee members of any Entity **Ex2** at all levels and, finally, this Code applies to any third party acting on behalf of an Entity **Ex2** including sponsors, (commercial) agents, suppliers, subcontractors, distributors, joint venture partners, clients or consultants and their representatives and managers, regardless of where they are based.

Within our Organization, Employees can call upon a Confidential Advisor who offers them, where appropriate, support and guidance in the event of Undesirable Behavior.

Employees must be familiar with and adhere to the standards of conduct outlined in the Code and are responsible for acting in accordance with them. If they are unsure how to handle a given situation, employees should refer to the Code and/or the Whistleblower Policy. Any violation of the Code may result in disciplinary action by [the relevant authority]. **Ex2** or of the Entity **Ex2** concerned, which could range from a warning to a disciplinary suspension or dismissal. **Ex2** or the Entity **Ex2** concerned.

This Code is linked to the Whistleblower Policy of **Ex2**. This document contains the Complaint (or Alert) Procedure and describes who an employee can contact to file a complaint regarding undesirable behavior. It also outlines how a complaint should be processed and within what timeframe.



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ABC policy and the sanctions and trade control policy of **Ex2** constitute an extension of the provisions of this Code in the field of integrity and are intended to serve as a basis for professional, ethical and fair conduct.

Wherever the masculine form is used in this Code, it also includes the feminine and any other gender identity, as appropriate in context.

## A. The Code of Conduct

### 1. Objective

This Code aims to define the ethical standards and behavioral expectations applicable to all Employees. It provides a framework for adopting responsible and respectful behavior and making responsible decisions to ensure integrity, professionalism, and respect in all our business practices. Adherence to this Code is essential for maintaining a positive work environment and preserving the Group's reputation.

This Code is not static. Our operational environment, applicable laws, and best management practices may evolve. This may lead to modifications or additions to this Code. Such information will be communicated in a timely manner and according to appropriate procedures.

### 2. Scope

This Code applies to all Employees and also governs relationships with partners. It is the responsibility of each Employee to understand and comply with these guidelines in all their professional activities.

This Code cannot address all situations and does not replace common sense or discernment, taking into account the best interests of **Ex2** and/or Entities **Ex2**. Stricter local laws may apply and must, of course, be observed. In the event of any apparent conflict between this Code and local legislation, please report it to management.

### 3. Fundamental Values

At **Ex2** We are committed to respecting the following fundamental values:

- **Integrity** Act with honesty, ethics, and integrity in all your professional and personal interactions.
- **Respect** Treat your colleagues, clients, partners and stakeholders with respect, courtesy and fairness.
- **Responsibility**: To take responsibility for our actions and decisions, individually and as an Organization.



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- **Excellence** Aim for the highest performance standards and promote continuous improvement.

## 4. Expected behaviors

In order to ensure the maintenance of a strong ethical culture, all employees are required to:

- **Act with integrity** Be honest, transparent, and fair in all your business dealings. Avoid conflicts of interest and any action that could compromise the integrity of the Group.
- **Respect others** Treat all people with respect, dignity, and professionalism. Avoid any undesirable behavior.
- **Respect the laws and regulations** Comply with all applicable local, regional, and national laws, regulations, and industry standards. Ensure compliance with all company policies, including those related to safety, the environment, and anti-discrimination.
- **Preserve confidentiality** Protect sensitive company information, including intellectual property, business strategies, and employee data. Share confidential information only with authorized individuals and in accordance with company guidelines.
- **Promote fair competition:** to conduct business in a fair and ethical manner.

## 5. Specific rules of conduct

- **Conflicts of interest** Employees must avoid situations where their personal interests conflict with those of the Group. Any potential conflict must be reported to local management or the local HR department for review.
- **Workplace safety** Employees must comply with all health and safety rules to ensure a safe working environment for themselves and others.
- **Use of company resources** Company resources, including time, materials, equipment and technology, must be used responsibly and only for legitimate business purposes.
- **Social networks** Employees must demonstrate professionalism in all their interactions (whether personal or professional) on social media.
- **Substance abuse: Being** under the influence of any drug or alcohol during working hours or on company premises is strictly prohibited.
- **Combating Discrimination and Harassment:** Ex2 commits to maintaining a workplace free from all forms of harassment and discrimination.
- **Fraud and corruption** Employees must not engage in, nor tolerate, fraudulent activities or any form of corruption.<sup>1</sup> This includes offering, giving, or receiving anything of value with the aim of influencing the outcome of a decision or business transaction. Any gift worth more than €50 must be reported to the local Human Resources department or local management.

<sup>1</sup> Please also consult the Anti-Corruption Policy



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## **B. Rights, responsibilities and expected behavior**

### **1. Responsibilities of Employees**

All Group employees have a responsibility to foster and contribute to the creation and maintenance of a culture of dignity and respect. Undesirable behavior must be addressed. Managers and all those in positions of authority must lead by example and act swiftly to prevent and stop any undesirable behavior when it occurs.

### **2. Employee Rights**

All employees can expect to:

- To be treated with dignity, respect and courtesy;
- To be able to work, study, or visit a site without experiencing unfair treatment, retaliation, or undesirable behavior; and
- To be valued for their skills, abilities and experience.

### **3. Expectations of Employees**

Conversely, all employees are required to:

- To familiarize oneself with the content of this Code;
- Treat all employees with dignity, respect and courtesy;
- Contribute to a positive learning and work culture within the Group;
- Question or report any undesirable behavior;
- Show consideration for others when they express their opinions;
- Cooperate in investigations into undesirable behavior; and
- Refrain from any undesirable behavior.

## **C. Confidential Advisor**

### **1. (Access to a) Confidential Advisor**

If an employee is having difficulty reporting undesirable behavior or is unsure whether to resolve the issue informally or file a formal complaint, Confidential Advisors are available to provide guidance and support. Consulting a Confidential Advisor is non-binding and simply offers the opportunity for an independent listening ear.

The Confidential Advisor:

- Will provide initial support and guidance, followed by support if necessary;



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- Can, at the request of the employee, provide mediation to resolve the problem;
- Supports the Employee, if necessary, in filing a formal Complaint.

The Confidential Advisor will not take any action on behalf of the Employee without the latter's explicit consent.

## 2. Role of the Confidential Advisor

The Confidential Advisor:

(a) serves as the point of contact for employees in cases of (alleged) undesirable behavior and is responsible for the initial reception and support of the person facing the undesirable behavior, works with them to find solutions, provides support and advice, and assesses the possibility of an informal resolution (e.g., through dialogue or mediation); (b) provides information on possible procedures to follow in the event of undesirable behavior, including the Complaint procedure described in the Whistleblower Policy, criminal or civil procedures and their possible consequences (where applicable); (c) refers the Complainant to relevant (formal or informal) support organizations and assists the Complainant in their efforts; (d) helps the Complainant to draft their Complaint and provides the Complainant with the contact details of the Complaints Committee secretary; (e) advises the Board of Directors, management, and employee representatives within the Group on the obligations of Confidential Advisors and on the application of this Code; (f) advises the Board of Directors, management, and employee representatives within the Group to ensure a socially safe working environment; (g) keeps informed of (national) developments in the areas of workload prevention, psychosocial risks, and undesirable behavior; (h) contributes to the evaluation of the Confidential Advisor's functions, the working methods of the Complaints Committee, and the Complaints procedure; and (i) reports to the General Counsel, acting as the Alert Officer at Ex2(j) shall report annually, anonymously and in writing, to the Board of Directors on the number and nature of complaints. This annual report shall also be provided, upon request, to the Group's employee representatives. Where necessary, the annual report shall contain recommendations.

## 3. Appointment of Confidential Advisors

The Group will at all times have at least one Confidential Advisor appointed at the level of **Ex2**. Confidential Advisors are appointed for a fixed term of up to four years, after which the renewal of the relationship with the Confidential Advisor will be considered. When a Confidential Advisor is appointed, an appointment agreement is drawn up, which, in addition to the usual provisions, also includes provisions relating to the Confidential Advisor's role and job description.

The function of Confidential Advisor ends in the following cases: (a) upon expiry of the term of office, unless a new term of office is agreed upon; (b) upon termination of the employment contract of the Confidential Advisor concerned; (c) in the event of proven incapacity or loss of confidence by the Group, at the discretion of the Board of Directors; (d) if the functions of the Confidential Advisor are not properly performed or if the interests of the parties concerned are



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compromised, at the discretion of the Board of Directors; or (e) at the request of the Confidential Advisor himself.

## 4. Contact details of Confidential Advisors

The contact details for the Confidential Advisor are as follows: Benoit Hochedez, [ben@ex2.com](mailto:ben@ex2.com)

## 5. Protection of the Confidential Advisor

The Confidential Advisor shall in no case be disadvantaged with regard to labor law as a result of the exercise of his functions within the framework of this Code.

## 6. External Confidential Advisor

If, for any reason, an Employee prefers to contact an External Confidential Advisor, the Employee may also contact, in complete confidentiality, the External Confidential Advisor of the holding company of Ex2. Manuela Willemsen-Lantos: [manuela@ex2.com](mailto:manuela@ex2.com). All costs related to this transaction will be covered by the group that owns Ex2.

## 7. Anonymity and confidentiality

Anonymity and confidentiality are essential principles inherent to the duties and powers of Confidential Advisors (external or internal). Confidential Advisors have a confidential role and guarantee the confidentiality of all information disclosed to them, unless applicable laws and regulations require them to share certain information.

# D. What to do in case of Undesirable Behavior?

## 1. Before filing a Complaint (report)

Ex2 aim to establish a work environment based on transparency and trust. We are committed to ensuring that everyone acts with integrity in all circumstances. Before filing a complaint, an employee facing suspected misconduct should determine if the situation can be resolved through direct discussion with the individual who allegedly committed the misconduct, a human resources representative, or their own line manager. A confidential advisor can assist and guide the employee in this process.

## 2. Filing and Processing of Complaints

A complaint is initially filed with a human resources representative or the line manager against whom the complaint is made. If, for example, circumstances do not permit this, if security is deemed insufficient, or if the line manager does not keep the complainant informed, a complaint may be filed in accordance with the Whistleblower Policy.

## E. Legal framework and positioning of the Code

### 1. Management support

An effective policy, supported by management at all levels of the Group, is a prerequisite for preventing undesirable behavior within the organization. Management determines which behaviors are desirable and which are not. It plays an exemplary role in this regard and must ensure that this policy is implemented. In this way, trust is built and undesirable behaviors are less likely to occur.

### 2. Communication of the Code

Clear communication about what is and isn't permitted within the Organization has a significant preventative effect. Therefore, this Code is subject to continuous monitoring, and managers at all levels of the Group are required to constantly promote the Code of Conduct and ensure that all employees are aware of its contents.

## APPENDIX 1 - Definitions

In this Code, the following definitions apply:

- **Aggression and Violence** Events in which an employee is subjected to psychological or physical harassment, threats, or assaults in circumstances directly related to the performance of their duties. Aggression and violence include verbal abuse (reprimands, insults, threatening remarks) and physical abuse (kicking, hitting, threats with a weapon or other object, and/or assaults). They may also include psychological abuse such as threatening gestures, intimidating pressure, threats at home, property damage, or any other behavior that makes others feel unsafe.
- **Board of Directors** The board of directors of the group that owns **Ex2**.
- **Intimidation** Workplace bullying encompasses all forms of intimidating, harmful, or degrading behavior of a repetitive nature, perpetrated by one or more employees (colleagues, superiors) against an employee or group of employees who cannot, will not, or feel unable to defend themselves against this behavior. Even if a person is capable of defending themselves, they can still be a victim of bullying. A key element of workplace





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bullying is the repetition of this behavior over time. Bullying is therefore not a one-off occurrence. This behavior manifests itself in various ways, including words, gestures, actions, or threats. This list is not exhaustive. Often, the perpetrator's objective is to intentionally hurt, humiliate, or exclude another person.

- **Code**This Code of Conduct on Undesirable Behavior.
- **Complaint:** A Complaint filed in accordance with this Code by an Employee with the Complaints Committee concerning alleged undesirable conduct.
- **Complaints Committee**The Committee that was appointed by the Group to handle formal complaints.
- **Complainant**The employee who files a complaint with the Complaints Committee.
- **Confidential Advisor:** Internal trusted person designated to provide advice and support to any Employee who is the victim of Undesirable Behavior or (alleged) misconduct (as defined in the Whistleblower Policy).
- **Discrimination**Treating a collaborator differently from another who is, has been, or would be treated in a similar situation, on the basis of their religion, beliefs, political affiliation, race, sex, gender identity or expression, nationality, sexual orientation, marital status, age, disability or chronic illness, or any other status protected by applicable law, or that an apparently neutral provision, standard, or practice particularly affects people of a religion, belief, political affiliation, race, sex, gender identity or expression, nationality, sexual orientation, marital status, age, disability or chronic illness, or any other status protected by applicable law.
- **Collaborator:** Any person who performs or has performed work at or for a member of the Group on the basis of: an employment contract; a service contract; a management contract; a volunteer contract; an internship contract; or any other agreement of a similar nature (oral or written).
- **External Confidential Advisor:** External Confidential Advisor as mentioned in Article C.6 of this Code of Conduct.
- **Direction Locale**The board of directors of the organization where the employee is employed.
- **Organization or Group or Entities Ex2:** Ex2 and all its subsidiaries.
- **Sexual harassment**Sexual harassment is any form of unwanted, inappropriate, or offensive behavior of a sexual nature. It can manifest in various ways, including verbal, non-verbal, physical, and sexual blackmail (a "quid pro quo"). Examples include (but are not limited to) ambiguous comments, unwanted touching, voyeurism, the display of pornography in the workplace, as well as sexual assault and rape. The definition of



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sexual harassment also includes instances where sexual blackmail occurs, such that promotion opportunities and hiring decisions are contingent upon sexual favors. Such behavior can create a hostile or sexually harassing and offensive environment that undermines the dignity of the employee involved. In such an environment, psychological abuse can simultaneously develop, which can also pave the way for the aforementioned sexual blackmail.

- **Superior:** Any person within the Group who is the direct hierarchical superior / supervisor of the employee concerned.
- **Undesirable Behavior:** All behaviors of Aggression and Violence, Discrimination, Intimidation, Sexual Harassment or any other form of Undesirable Behavior.
- **Whistleblower Policy:** Policy applicable to the Group regarding whistleblowers.