thinkproject

# Code
# of Conduct

# Contents

# Statement & Commitment of the Leadership Team

The business success of Thinkproject is based on trust, credibility, reliability, and reputation. Together with the personal responsibility of each individual for their actions and their integrity, these are the building blocks of our value-based compliance culture and determine the business success of Thinkproject. This understanding of values includes mutual respect as well as recognition and appreciation in daily dealings with one another. When implementing the Code of Conduct, each business unit respects the respective national law and statutes, as well as the individual culture of the country based on law and statute. Business success is not about law and order, business success is about morality and integrity.

Our words and actions shape this culture and we need to protect it by making good decisions.

Thinkproject's Code of Conduct applies worldwide to managing directors, executives, and all employees. The Code of Conduct must be accompanied and supported by role models. The executives primarily have this role model function by credibly exemplifying legally impeccable and honest behavior and at the same time ensuring that the employees know and understand the Code of Conduct and the behavioral requirements described therein.

The contents and values of the Code of Conduct apply not only internally, but also to suppliers and consultants who observe these behavioral requirements laid down in the Code of Conduct and are contractually obliged to do so.

Integrity, transparency, and compliance with applicable laws and regulations should always guide this decision-making process. Our Code of Conduct serves as a roadmap to guide us and enable us to make good judgements. As the basis for our company's policies, handbooks, and procedures, it outlines the requirements we commit to in our daily business, so we can deliver the high standards expected from us.
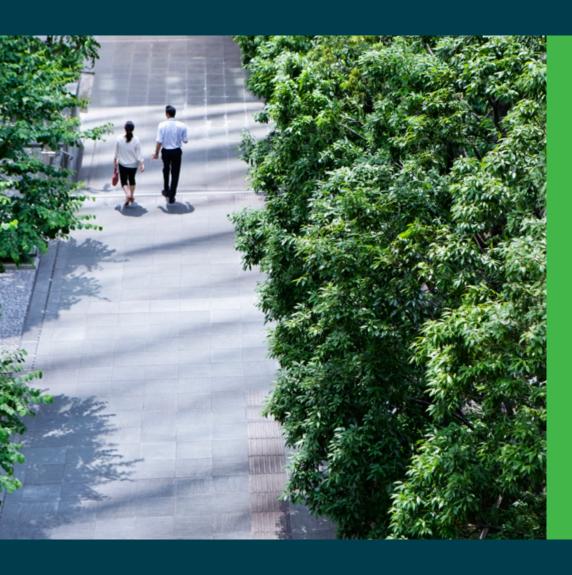
**Renzo Taal**
Chief Executive Officer

**Markus Scheuermann**
Chief Financial Officer

# Thinkproject
# Code of Conduct

## What it is

The Code of Conduct (the Code) sets out the basic principles for business conduct at Thinkproject and guides us towards good judgment and decisions in our professional routines. The content is aligned with our beliefs and principles of the UN Global Compact, which are incorporated into the Code. It therefore serves as the basis for our internal policies, handbooks, guidelines, and procedures, all of which provide additional guidance. Please take it in the spirit in which it is intended – to continue to build a respectful, positive working environment for all of us around the globe.

## Why we have it

Thinkproject is proud of its spirit, which makes this company a great place to work with amazing colleagues in all our offices around the globe. We celebrate this spirit day by day and jointly continue to write the Thinkproject success story. By respecting applicable laws and regulations which are the foundation of our Code, we protect this success and the company's value(s).

Please use it as a supporting resource but remember that it doesn't cover every situation. It is important to use good judgement, consider your actions, ask yourself if it is consistent with the Code and if you are not certain, talk with someone for guidance.

- ⊘ **Apply the principles of the Code**

- ⊗ **Do not deal with a business situation on your own if you are uncertain**

- ⊗ **Do not unsettle or hinder colleagues from reporting potential breaches**

# Our responsibilities

Irrespective of your job position or location, you should know your areas of responsibility and stay up to date on what is necessary to comply with applicable laws and regulations. But remember, we work as one global team, so make sure the words you use and the actions you take protect what we already have built, as well as support what we are trying to achieve.

## As an employee

- Always act in accordance with the Code and comply with applicable laws and regulations relevant to your location and position

- Use the Code as a basis for good judgement and ask for guidance if you are in doubt

- Make sure to follow the IT-Security and Data Protection guidelines as an important addition to the Code of Conduct

- Speak up: In a bid to build a transparent culture, employees are encouraged to speak up in case you come across a behaviour which is not within the principles laid out in the Code

- Don't be afraid of retaliation. Thinkproject does not tolerate retaliation against anyone raising concerns and protects Whistleblowers

## As a member of the sales organisation

- Respect the applicable Anti-Trust and Unfair Competition laws

- Play fair and stick to the Sales Policy and Fair Play Rules. Do not steal customers or opportunities from colleagues. Violations will have consequences

## As a member of the R&D organisation

- Apply highest quality and confidentiality standards to the handling of our source code

- Protect our product and the Intellectual Property of Thinkproject with care

## As a member of the procurement organisation or in cases you act in a procurement role

- Never misuse your entrusted profession for your personal benefit and always judge and act in the best interest of the company

- Apply transparency to your decision-making

## As a manager, additionally

- Act as a role model

- Ensure employees are aware of the Code and help them understand it better

- Create an environment of trust, respect and openness

- Take corrective or preventive action against violations of the Code

- Support and/or enable investigations

## As the company

- Thinkproject commits itself to complying with applicable laws and regulations, and its social and environmental responsibility within the sphere of our influence

- Additionally, as a multinational company with a very diverse employee base, Thinkproject is committed to addressing major business ethic risks, respect for human rights (especially with regards to working-hours, wage, and compensation), environmental protection, the ban on corruption and social engagement are an integral part of our daily business

- Thinkproject promotes innovation and strives for economic, social, and environmental sustainability. Seeking business excellence on a sustainable basis is an important pillar of our future corporate success. Therefore, and in consistency with our product offering, we support initiatives as means to reduce the global carbon footprint
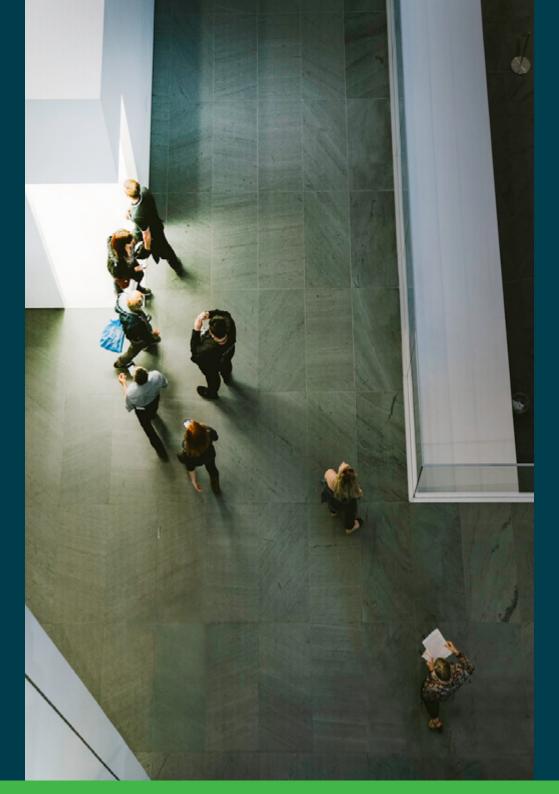
# Respect for

# human rights

Thinkproject respects international standards protecting human rights and is committed to their observance within its scope of influence. The material elements of the European Convention on Human Rights and Fundamental Freedoms International Labour Organisation (ILO) Declaration on Fundamental Principles and Rights at Work.

Our Guiding Principles on Human Rights and Labor are:

- we support and respect the protection of internationally proclaimed human rights,and
- we make sure that we are not complicit in human rights abuses.
- we uphold the freedeom of association and the effective recognition of the right to collective bargaining
- we support the elimination of all forms of forced and compulsary labor, including child labor and discrimination in respect of employment and occupation.

Thinkproject business is legitimate business. Countries, companies, or individuals who disrespect human rights and the principles of the above are excluded from business relationships with us.

# Our

# values

- **Collaboration**

- **Courage**

- **Integrity**

- **Simplification**

- **Commitment**

# How we
# interact with each other

## Speak as one

### We all represent the company

We foster a supportive work environment where all employees can reach their fullest potential. Our reputation as a company is one of our most valuable assets. It is therefore within our responsibility to protect our value(s) and assets as well as those of the company. We should always make sure to speak and act in the best interests of Thinkproject, both within and outside of our work environment.

Please make sure to get the appropriate approvals before speaking to the press or writing publicly (on e.g. social media), in the name of, or about the company.

Use good judgement and avoid the appearance of improper and inappropriate behavior. If you hear or feel a colleague has fallen short of this commitment, we encourage you to speak to them, or let your manager or Compliance know.

Speaking as one also means Thinkproject respects the rights of its employees under guidance of globally applicable standards such as the UN Global Compact. This includes the freedom of association and the right to collective bargaining.

- ✓ **Spread the positive Thinkproject spirit**
- ✗ **Do not denigrate colleagues or the company**

## Respect each other

### Fair & equal treatment, no discrimination, no harassment

We are very proud of our diverse workforce originating from a broad range in age, gender, race, social and ethnic background, marriage and family status, sexual orientation, gender identity, national origin, political and religious beliefs, and physical, mental, and sensitive medical conditions. Celebrate it!

Despite the freedom of expression and the acceptance of all kinds of political and religious beliefs, Thinkproject does not tolerate any kind of extremist, or in any other way widely offensive behavior or propaganda. It takes all of us working together to foster an environment of openness, honesty, inclusion, and collaboration, free of discrimination, harassment and bullying. Please make sure not to use offensive, discriminatory or any other kind of improper language or action. It is not tolerated and might have serious consequences. Never use any other basis than objectivity and performance for your business decisions, internally and externally. Everybody has a different perception of offensiveness. Please act and talk in accordance with such diversities.

In simple terms, treat others the way you like to be treated. We commit to, and promote, equal opportunities and treatment of employees, irrespective of their background.

We like to live the open-door policy where employees can speak to anyone in the company. There will be times where your opinion will be heard but not necessarily acted upon, please do not let this deter you from continuing to speak up.

If you believe any negative behavior is taking place you should raise it with your manager, the HR team or Compliance. Never fear retaliation, as this is not tolerated and will have consequences.

- ✓ **Treat everyone fairly and equally. Listen and be receptive to different points of view**
- ✗ **Do not engage in any direct or indirect behavior that is offensive, intimidating, malicious or insulting**
- ✗ **Do not disrespect the dignity and human rights of colleagues**

## Trust each other

We all have a shared understanding around our core mission and key goals. At Thinkproject, we encourage everyone to do what is best to move the company forward. As it is our belief that teams that collaborate in an open and honest manner, act constructively, and contribute strongly, will treat each other with mutual respect and trust. Being transparent about decisions builds trust, not only internally but with our customers and partners as well.

- ✓ **Trust each other and act transparently. Foster trust through an open dialogue across all levels**
- ✗ **Do not build closed areas of trust and knowledge sharing**

# Look out for each other

## Work safely, think dangerously

We are very proud of our diversity. We compete in a people's business. Our employees therefore are the most valuable asset of the company, and they need to be protected by placing high priority on health & safety measures. We act in accordance with the applicable statutory and international standards regarding occupational health & safety and providing safe working conditions.

Training will be provided consistently to ensure all employees are educated in proper health & safety methods.

Our employees must feel that they work in a safe, secure, and violence-free environment. This includes providing a working environment committed to risk management that follows strict standards for safety and security training, and access to modern safety and security equipment and techniques while at work. We ask you to get familiar with your local security measures. Please observe good security practices and report any kind of hazards. If you become aware of any safety or security concerns or witness any suspicious activity, please report it to your local security team or raise it with HR or Compliance immediately.

- ✓ **Get familiar with your local security, first aid measures and fire exits**

- ✗ **Neither create non-physical dangers, nor any kind of hazardous surroundings where colleagues could get hurt by e.g. slipping, tripping, falling**

# How we
# interact with 3rd parties

## Business partners, suppliers and customers

### Integrity integrated

As a serious business partner, Thinkproject acts with integrity in all situations and expects its customers, suppliers and other partners to obey the law in the same way. We do expect everybody doing business on behalf of, or with us, to:

- Refrain from any corrupt or fraudulent acts
- Respect human rights
- Act in compliance with the applicable laws and international standards related to data protection, cyber security, environmental protection and international business transactions in general such as exports / import and embargo provisions
- Have processes and controls in place to comply with this Code
- Implement necessary policies, procedures and training to comply with this Code
- Provide complete and accurate

information to facilitate due diligence efforts undertaken by Thinkproject, where requested

- Notify Thinkproject on a timely basis if a 3rd Party becomes aware of any alleged corrupt or fraudulent acts, an actual or potential conflict of interest or a sensitive situation that may impact its work for or with Thinkproject
- Commit to the Supplier and Business Partner Code of Conduct

Thinkproject uses reasonable efforts to ensure compliance of its suppliers with the principles of this Code. Where appropriate, Thinkproject conducts risk-based due diligence on 3rd Parties as part of assessing its relationship with 3rd Parties. Thinkproject complies with the principles of nondiscrimination regarding supplier selection and treatment. If Thinkproject determines that a 3rd Party has breached this Code, it may require the 3rd Party to implement a remediation plan, or, in certain circumstances, it may suspend or terminate the relationship with the 3rd Party.

## Competitors

### Play fair, win big

Business and competition should always be for the benefit of the consumer.

Thinkproject commits to competing vigorously but fairly, by following all applicable fair competition or antitrust laws. We expect our competitors to also act accordingly.

Collusion, price, and territory fixing, agreements about a market distribution in general, are not permitted.

Additionally, we obtain information about our competitors only by lawful means and use that information responsibly.

Employees who are in doubt whether an action may violate such laws should disclose it to their Senior Management or Compliance.

Additional information, explanations and specific examples are provided in the Antitrust and Fair Competition Policy.

## Governments and other authorities

Thinkproject maintains legally irreproachable relations with governmental bodies, as we act transparently, honest and in compliance with the applicable law. We recommend our employees to contact the Senior Management, Legal or Compliance, when receiving any kind of governmental inquiry before taking further action.

Although lobbying can be a positive force in democracy, it may also negatively affect public interest. Thinkproject does not engage in any actions resulting in undue influence or unfair competition. This includes political donations or any other forms of political expenses.

# How we are
# countering corruption

## Minimizing or avoiding conflicts of interest

### Think we first, not me

We work in our business against corruption in all its forms, including extortion and bribery.

In your daily business, you may come across situations, in which a decision in the best interest of the company competes with your personal interest. In such cases, you must differentiate between your private interests and the interests of the company transparently communicate and minimize or avoid all conflicts of interest. In cases where you cannot solve the conflict yourself or are in doubt which decision is best, disclose the conflict to your manager or Compliance before you take any action, as it could be detrimental to all of us. Being transparent about the decision-making process is key.

- ✓ **Apply transparency in your decision-making**
- ✗ **Do not involve in activities and financial investments which could conflict with your responsibilities to the company**

## Treating gifts & invitations responsibly

### No tricks or treats

Thinkproject's success is based on its entrepreneurial spirit, the innovativeness of its products, and integrity. Providing reasonable hospitality or gifts sometimes can be relevant for developing or deepening business relations and might even have a cultural background. However, such favors may only be given or received if they

- Serve a legitimate business purpose
- Do not serve to obtain improper advantage
- Do not raise a suspicion of being a bribe for an independent third party
- Do not obligate or appear to obligate the person who receives it
- Are not offered or given in expectation of special or favored treatment
- Do not unreasonably influence the recipient's decision-making
- Are being limited to a reasonable, i.e customary extent
- Are not happening during the conclusion or negotiation of contracts or other important business decision making processes

In accordance with the applicable international laws offering, promising, or accepting gifts, or other benefits in an unreasonable extent is prohibited for everybody doing business with or on behalf of Thinkproject.

Under no circumstances should any other basis than economic criteria (such as price, quality, service) be decisive for a business decision. All kinds of corrupt behavior (e.g. bribery, fraud) is strictly banned from our business practices. As Thinkproject, we always act in accordance with applicable Anti-Bribery & Corruption laws and regulations.

If you are ever offered a bribe, or come across suspicious circumstances, be transparent about it and immediately disclose it to your Senior Management, Legal or Compliance. Additional information, explanations and specific examples including a clear multi-step approval process based on value limitations, are provided in the Anti-Bribery and Corruption Policy.

- ✓ **Get additional guidance to good decision-making countering corruption in our internal policies**
- ✗ **Do not accept or offer gifts or other benefits that exceed customary amounts**

## Handling donations, sponsorships & charitable contributions

### Sharing our success

Thinkproject is conscious of its responsibility and committed to supporting charitable causes financially and non-financially. Donations, sponsorships or general charitable contributions do reflect our social commitment and are handled appropriately, transparently and neutral regarding religion or politics with no improper business advantage attached.

Such activities or payments should always be in accordance with applicable laws and support our Corporate Social Responsibility goals.

- ✓ **Contact your Senior Management and the compliance team before making any social contribution**
- ✗ **Do not act in the name of Thinkproject by contributing without the right approval**

## Complying with anti-money laundering laws

### We don't handle dirty laundry

Thinkproject cooperates only with business partners, whose activities are in accordance with the applicable legal requirements and whose financial resources are of legitimate origin.

Receiving or giving money or other assets with undisclosed origin, or any other kind of suspicious facts which indicate money laundering is prohibited and must be disclosed to the Senior Management or Compliance.

Additional information, explanations and specific examples are provided in the Anti-Money Laundering Policy (will come soon).

- ✓ **Keep cash out of the business. Keep good records of all transactions**
- ✗ **Do not accept or use money from an undisclosed origin**

## Respecting global trade controls & sanctions

Thinkproject is a leading global connectivity platform. Having international operations and business relations, makes it essential for us to comply with internationally applicable trade controls and sanctions. Therefore, Thinkproject does not engage in any transactions with high-risk countries, entities or individuals residing in such. Business activities with questionable origin are to be checked against sanction lists.

IP Geoblocking, sanction list screening and contractual safeguards are the toolset applicable to comply with common laws.

- ✓ **Know current high-risk countries and refrain from business with such. Contact Compliance in case of questionable requests**
- ✗ **Do not ignore sanction list remarks in CRM data (will come soon)**

# How we fulfil our
# responsibility towards security, confidentiality and the environment

## Retain highest standards for IT and product security

As a global leading connectivity

platform, we take data, IT, and product security very seriously. As general rules on cybersecurity apply to Thinkproject in various jurisdictions, state-of-the-art technical and organisational measures are implemented to protect the security of personal data. These measures include physical security against unauthorized access and manipulation, password assignment, authorisation concepts, logging of subsequent changes of data, reasonable encryption as well as protection against accidental loss, destruction or damage.

In addition, we have implemented an appropriate risk management system that also covers the detection and control of IT-related risks.

To further protect the security of our networks, it is key that each employee makes proper use of workplace information technology. The appropriate security practices that protect us against internal and external threats are defined in the IT Security Policies.

Please make sure you read the IT Security Policies, participate in mandatory trainings, and follow the principles to keep the highest standards for IT security. For further inquiries, please contact the IT Security team.

- ✓ **Apply the principles outlined in the IT security policies**
- ✗ **Do not risk a data breach by carelessly handling IT security standards policies**

## Protecting data

### Privacy is key

At Thinkproject we rely on data, as it is not only an essential part of our products, but it also allows us to keep in touch with customers, to understand their needs and to deliver the best services.

Hence, protecting this data is taken very seriously at Thinkproject and we thoroughly implemented the requirements of GDPR. We process personal data, including employee data, confidentially and responsibly, respect everyone's privacy and ensure that personal data is effectively protected and used only for legitimate purposes.

The GDPR Privacy Handbook, as our standard reference, provides an overview and guidance on data protection requirements by explaining

roles and responsibilities and how the relevant topics of GDPR are being implemented at Thinkproject. Finally, it documents our internal processes to fulfil the GDPR requirements. Please make sure you read the handbook and take your mandatory trainings on data protection. For further inquiries, please don't hesitate and contact your data privacy team.

- ✓ **Respect the principles of the GDPR and act in accordance with the IT security policies and privacy rules.**
- ✗ **Do not let loose on protecting yours and your peer's data**

# Keeping confidential information and intellectual property confidential

Within your area of responsibility, you might come across confidential information (e.g. confidential personal data, product or other business information, intellectual property). Confidential information is intended for a defined, limited number of recipients only. We protect such confidential information and intellectual property, whether it belongs to Thinkproject or another company, from unauthorised disclosure and use. Internal dissemination or external release is prohibited. Especially when using social media, please make sure to be aware of your responsibility to the company's reputation and do not share sensitive or confidential company information, by also respecting the privacy of your colleagues and business partners. As general rule, company information that is not accessible to the public should not be shared, posted, or talked about outside the company. If you are not sure if something is confidential, please ask your senior management or contact Compliance.

- ✓ **Mark confidential information accordingly, limit the number of recipients and restrict access clearly. Respect copyrights and licensing agreements for any graphics, documents, media and especially software**
- ✗ **Do not share confidential information if not explicitly requested to**

# Keeping accurate records

Our accounting and financial records must clearly and accurately reflect transactions with enough detail to ensure correct decision-making. They must comply with all applicable laws, regulations, international financial reporting standards and internal accounting and record-keeping procedures and policies.

Maintaining the integrity of our financial reporting supports our decision-making and strengthens our reputation with all stakeholders, such as investors, employees, customers, and the public with interest in the company.

As a principle, we commit to follow all applicable laws, regulations and standards for financial book building and reporting.

- ✓ **Apply integrity and accuracy in financial book building and reporting**
- ✗ **Do not put our reputation as a trusted partner at risk with insufficient or inaccurate reporting**

# Supporting a sustainable & environmentally friendly business

Thinkproject commits itself to its social and environmental responsibility within the sphere of its influence. Seeking business excellence on a sustainable basis is an important pillar of our future corporate success.

We undertake initiatives to promote greater environmental responsibility an encourage the development and diffusion of environmentally friendly technologies.

Therefore, and in consistency with our product offering, we support remote work and home-office initiatives as means to reduce the global carbon dioxide footprint. We aim to be a frontrunner in this trend.

# What are the
# consequences of violations

## This is the Thinkproject Code of Conduct.
## This is how we do business.

If anything is unclear, speak up and make use of the communication channels provided. Violations of the Code jeopardise the well-being of our unique corporate culture and ultimately the commercial success of Thinkproject. If you violate the Code, consciously or unconsciously, be aware that this may attract consequences for yourself, other individuals involved, and the company.

## Depending on the seriousness of the violation, consequences to employees may be:

- Disciplinary action (formal warning, transfer of position, termination)
- Fines and damage claims
- Imprisonment
- Damage for our reputation, brand, and market value
- Significant fines and damages
- Disgorgement of profit
- Exclusion from third party selection processes and loss of business
- To avoid such consequences, please make sure you understand and always act upon the principles set forth in this Code of Conduct, internally and externally in our professional environment

## Where to get more guidance and advice

When confronted with actions, behaviors, documents, conversations, etc. that you don't agree with, or that feel suspicious or in any way disregard this Code of Conduct, do not hesitate but speak up.

A problem shared is a problem halved. Issues that interfere with the way we want to work with each other, and the outside world need to be addressed, to avoid damage to individuals or the company. Depending on the level of confidentiality required in a specific situation, there are multiple channels of communication provided to address such topics.

If you feel unable to talk directly to the person(s) involved, or need to get an unbiased opinion, make a sound judgement, choose your favorite (of the below) and speak up!

### Your management

You can contact a person in your immediate work environment, such as your direct line manager or the respective SLT member. Both will take care of your request and if necessary, involve further parties or initiate further steps.

### Compliance office

Urgent topics, that seem to have a high negative impact on individuals and / or the company should always be disclosed to the Compliance organization via compliance@Thinkproject.com or directly see the Compliance and Risk Manager or any other member of our Compliance department who will handle your case with care.

Please find location, telephone number, and direct e-mail on Intranet.

### Whistleblowing system

Cases that you want to be treated with a maximum level of confidentiality, should be submitted via the Whistleblowing System It is managed by a third party that is legally obliged to handle all information confidential and with the utmost care. If desired, this channel can be used completely anonymously and a report will only be forwarded to the contact person at Thinkproject who requires the relevant information.

A detailed description of the Thinkproject Whistleblowing System, including guidance on how to use it is available on https://thinkproject. integrityline.com/

### IT-Security & Data Protection

Compliance-relevant, but very specific topics such as IT Security [isms@ thinkproject.com] or Data Protection [privacy@thinkproject.com] should be addressed with the responsible teams. Please find details in the respective policies on ISMS page.

**At Thinkproject, you will always find an open door if you need advice, have concerns or want to discuss suggestions for improvement regarding Compliance.**

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