

**CODE OF CONDUCT**



## Code of Conduct

Blueday Technology Code of Conduct is all about our values, which have been part of the DNA of Blueday Technology for many years. Commonly held values and principles are shared throughout the organization and reflect the distinctive characteristics that can lift our company to great heights. They represent our corporate culture, the continuity of our history, and guide each of us in facing our future challenges and opportunities.

### Message from the CEO

*The principles contained in our Code of Conduct are the top-level reference for guiding our behaviour, decision-making and activities. Business ethics, the respect of human rights and a sense of responsibility to all our stakeholders and to the environment are a matter of personal integrity for each of us.*

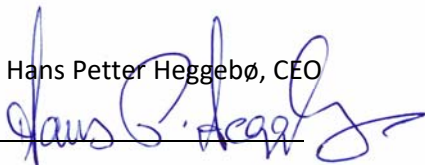
*Complying with our Code of Conduct is mandatory for everyone acting on behalf of Blueday Technology, including executives, managers, employees and business partners, as we are all responsible for acting ethically.*

*We respect and follow both the spirit and the letter of the law, everywhere we operate. Blueday Technology Managers have a special responsibility to lead by example and guide those that they supervise.*

*By acting ethically and in line with this Code of Conduct, we ensure the future success of our company and each other. Please take the time to read our updated Code of Conduct and if you are ever in doubt about what course of action to take or if you witness any misconduct, please speak up.*

*I count on all of you to drive Blueday Technology's success by embracing and complying with our Code of Conduct in everything we do, everywhere and every day.*

Hans Petter Heggebø, CEO



---

# Code of Conduct



---

## General

Blueday Technology shall conduct its business with integrity, respecting the laws, cultures, dignity and rights of individuals wherever Blueday Technology have business.

All Blueday Technology employees are expected to act in accordance with our company values.

This Code of Conduct describes Blueday Technology commitments and requirements regarding ethical business practices and personal conduct. It describes the behavior Blueday Technology expects from you and what you, and our business partners, can expect from Blueday Technology.

It is important to be aware that some of Blueday's policies and procedures provide more detailed information about what is acceptable behavior and what is not (some of those policies and procedures are noted in the sections of the Code that follow).

You shall always strive to exercise good judgment, care and consideration in your service for Blueday Technology. If there are differences between applicable laws and regulations, and the standards set out in this Code of Conduct, the highest standard consistent with applicable local laws shall be applied. Violation of this Code of Conduct or applicable laws may lead to internal disciplinary actions, dismissal or even criminal prosecution.

If you have questions regarding the content of this Code of Conduct or the interpretation thereof, please contact Corporate Management. If you require advice in the handling of a specific ethical dilemma, you shall consult with your manager or other appropriate authority.

You are encouraged to consult with colleagues when you have issues or questions regarding compliance with the Code. You are also required to report any evidence of violations of this Code or applicable laws that you identify. Reporting violations will never serve as a basis for disciplinary action.

The Code of Conduct has been approved by the Board of Directors of Blueday Technology AS. All deviations, if any, must be approved by the CEO.

## Scope

This Code of Conduct applies to all employees (including temporary personnel), Directors in Blueday Technology and its subsidiaries, corporate affiliates, and joint ventures that are majority owned or controlled by Blueday Technology (individually and collectively). It also applies to intermediaries, lobbyists, consultants and others who act on Blueday Technology behalf.

Blueday Technology encourages all our business partners to adhere to principles that are consistent with this Code of Conduct. Suppliers, subcontractors and other contracting parties of Blueday Technology including companies in which Blueday Technology own a minority stake, are expected to adhere to standards which are consistent with applicable laws and Blueday Technology Code of Conduct. Blueday Technology shall do its best to ensure such adherence.

---

## Responsibility and Implementation

### Personal responsibility

As an Blueday Technology employee, you shall strive to exercise good judgment, care and consideration in your service for Blueday Technology. You are expected to familiarize yourself with, sign off on, and perform your duties in line with the principles set forth herein. If you need advice in handling a specific ethical dilemma, you are advised to consult with your manager or other appropriate authority.

### Vice Presidents and Line Managers' responsibility

Vice Presidents and Line Managers are responsible for communicating the requirements in the Code of Conduct to all their direct reports. Managers are also responsible for promoting and monitoring compliance with the Code of Conduct within their respective area of responsibility.

### Board of Directors and CEO's responsibility

Blueday Technology Board of Directors is responsible for safeguarding, implementing and overseeing the management of this Code of Conduct. The CEO of Blueday Technology shall ensure that employees are aware of and comply with this Code of Conduct. The CEO shall also ensure that annual Code of Conduct training is conducted for the company's employees, and that all employees, as part of such training or other suitable process, sign that they have read and understood the Code.

### Bribery and Facilitation Payments

Blueday Technology expressly prohibits any provision, offering or accepting of bribes of any variety to any person, whether private or public, either directly or through any third party.

Bribery occurs when you offer, pay, seek or accept an improper payment, gift or advantage to influence a business or governmental outcome or decision. Engaging in bribery, or turning a blind eye to your suspicions of bribery, can result in liability for Blueday Technology and for you personally. Bribes can be in the form of money, or anything else of value, such as a gift or donation, travel benefits, employment benefits, or any other advantage.

"Facilitation payments" are small unofficial payments aimed at expediting or securing the provision of products or services to which you or the company is legally entitled. A facilitation payment is illegal under several anti-bribery laws relevant for Blueday Technology and is considered by Blueday Technology to be a type of bribe. It is strictly prohibited for anyone representing Blueday Technology to offer or make facilitation payments.

No employee or business partner will suffer adverse consequences for refusing to engage in improper payment activity, even if this results in loss of business.

### Your responsibility:

- It is your responsibility to make sure that all payments made are proper and legal, that they are approved by relevant Blueday Technology personnel, and that they are recorded accurately in Blueday Technology books and records

- You must not (either directly or indirectly through a third party) offer anything of value to improperly influence the actions or decisions of any person, including any public official or private party, in pursuit of Blueday Technology interests
- Facilitation payments shall not be made by any person acting on behalf of Blueday Technology even if not considered to be a criminal offence under certain jurisdictions. If a payment is demanded from you to avert an immediate threat to the life or health of any person, such payments are not prohibited, but they must be immediately reported to Corporate Management
- Blueday Technology have strict regulations on the use of commercial third parties to support sales-related activities. Third Party Representatives shall not be used without the specific approval of the Blueday Technology CEO. All use of Third Party Representatives shall be done in accordance with the Supplier Qualification process and procedures

## **Conflict of Interest**

A conflict of interest occurs when personal relationships, participation in external activities or interest in another venture can influence or could be perceived to influence a person's decision making when acting for Blueday Technology. A personal relationship could include spouse or other immediate family, relative and close personal friends.

All business transactions must be entered solely for the best interests of Blueday Technology

## **Your responsibility:**

- You shall act in the best interests of Blueday Technology and take necessary steps to avoid situations and positions that may create or appear to create conflict of interest
- You shall not participate in any transactions or other business arrangements on behalf of Blueday Technology where you directly or indirectly have, or could reasonably be suspected to have, a personal interest or otherwise, directly or indirectly, benefit from your position in Blueday Technology.
- You must not have interests outside the company in any business that competes with or provides services to Blueday Technology or its subsidiaries, which could affect your objectivity in carrying out your company responsibilities
- You shall avoid doing business on behalf of Blueday Technology with a close friend or relative
- Any conflicts of interest that cannot reasonably be avoided shall be made fully transparent, i.e. you must notify your manager in writing and disclose all relevant facts and ensure that all parties involved are fully aware and advised of the potential conflict of interest
- Your manager is responsible for evaluating the notification, consider mitigating actions and ensure that these are implemented. The manager shall ensure that the conflicted individual is isolated from any operation, influence, and/or decision-making process associated with the subject of the conflict

## **Export Controls**

Export control laws impose restrictions and prohibitions over certain sale, shipment, electronic transfer, provision, or disclosure of information, software, goods, assets, funds, and services across national borders or involving parties subject to economic sanctions. Export subject to export control laws requires custom clearance documents, license and/or approval from national authorities prior to the export. Exports include transfer electronically, through discussions or visual inspections, and not only through traditional shipping methods. Blueday Technology complies with all applicable export control laws.

### **Your responsibility:**

- You must think carefully about the potential impact of export control laws before transferring goods, technology, software or services across national borders and make sure it is in line with all applicable export control laws
- You must always assess whether any of the exported goods, technology, software or services is listed on any dual-use list, or common military lists. If in doubt, consult you manager for advice

## **Fair Competition**

Antitrust law protects free enterprise and prohibits behavior that limits trade or that restricts fair competition. These laws apply to every level of business. They combat illegal practices like price-fixing, market-sharing or bid-rigging conspiracies, or behaviors that aim to achieve or maintain monopoly. Blueday Technology is committed to fair and open competition, and does not tolerate violation of antitrust laws and competition laws and regulations.

### **Your responsibility:**

- You shall comply with the antitrust and competition laws applicable
- You shall seek advice from Corporate Management in all matters involving risk of antitrust exposure for Blueday Technology, yourself or any of your reports.

## **Gifts and Hospitality**

Blueday Technology does not allow gifts or hospitality where giving or accepting them could influence business decisions, violate any local laws or the policies of the recipient company, or cause others to perceive such influence or violation. Blueday Technology does not expect gifts or hospitality from any of our business partners.

It is our company policy that Blueday Technology does not accept or offer gifts or hospitality - except in the limited circumstances. Hospitality may only be accepted or offered if it is in combination with a business meeting or there is another clear business reason for attending, and the expenditure is within applicable amount limits as set out in the same Procedure.

Gifts, hospitality or any financial or other advantage shall not be promised, offered to or received from public officials unless this is subject to specific written pre-approval from CEO. Local laws may restrict or even prohibit the offering of gifts and hospitality to public officials (see chapter covering Public Officials).

---

## **Your responsibility:**

- You shall under no circumstances accept or offer a gift or hospitality that would influence your or any other person's judgment, or cause others to perceive such influence
- You must never solicit a gift, hospitality or other favor for personal benefit from any of Blueday Technology stakeholders
- Gifts shall not be accepted or offered in situations of contract negotiation, bidding, or award
- Hospitality, expenses, or other favors shall not be offered or received where it could be perceived to influence decision making in situations of contract negotiation, bidding or award
- All offered and received gifts and hospitality shall always be properly recorded in Blueday Technology.
- In cases of doubt, you shall always consult with your manager or Corporate Management.

## **Human and Labor Rights**

Blueday Technology acknowledges all employees' right to form and join trade unions of their own choice. Our employees shall expect a workplace free from harassment and discrimination. We do not tolerate discrimination against any employee based on age, gender, sexual orientation, disability, race, nationality, political opinions, religion or ethnic background, or any other basis prohibited by law.

Blueday Technology will not use child or forced labor, and will not tolerate working conditions or treatment that conflicts with international laws and practices. We have a zero-tolerance approach towards modern slavery and human trafficking.

Blueday Technology shall ensure that the company, through its operations, does not cause any infringement of human and labor rights. The company is committed to implement and enforce effective systems to minimize risks of human and labor rights infringements in our own operations and in our supply chain.

## **Your responsibility:**

- You shall not under any circumstances cause or contribute to the infringement of human and labor rights
- You shall respect the personal dignity, privacy and rights of everyone you interact with during work and those affected by our business operations, and shall not in any way cause or contribute to the infringement or circumvention of human rights
- If you become aware of any situation in breach of Blueday Technology standards, you shall notify your manager in writing.

## **International and Economic Sanctions**

International and economic sanctions impose restrictions and prohibitions against specific countries over sale, supply, transfer, provision or export, directly or indirectly, of certain goods, technology, software, services and funds, as well as brokering services and technical assistance, including disclosure of information.

Sanctions laws also prohibit dealings with certain parties, who are specifically designated by governments for sanctions restrictions.

Blueday Technology adheres to all applicable sanctions laws. Doing business in certain countries therefore requires attention to sanction laws.

**Your responsibility:**

- You must ensure compliance with all applicable sanctions laws
- Before you engage in business with any party, you must ensure that those parties are not subject to sanctions
- You must think carefully about the potential impact of international sanctions before transferring goods, technology, software or services across national borders
- You must also be attentive to dealings with parties that are from sanctioned countries, or that are otherwise designated for financial sanctions

**Money Laundering**

Money laundering occurs when the criminal origin or nature of money or assets is hidden in legitimate business dealings or when legitimate funds are used to support criminal activities. Blueday Technology is committed to complying with all anti-money laundering and anti-terrorism laws. We will conduct business only with reputable customers and business partners involved in legitimate business activities, with funds derived from legitimate resources.

**Your responsibility:**

- You must conduct appropriate counterparty due diligence to understand the business and background of our prospective business partners and to determine the origin and destination of money and property
- All hiring of Third Party Representatives shall be done in accordance with the Supplier Qualification Process & Procedure. You must report suspicious transactions or incidents of money laundering. Failure to do so can lead to fines, dismissal and imprisonment
- You must not deal with payments in cash which could be perceived to be generated from criminal conduct
- You must exercise specific caution if there are irregularities during receiving payments, such as:
  - Payments by someone who is not a party to the contract
  - Payments received from offshore bank accounts, or accounts that are not the account normally used by the party in question
  - Requests to make over payments
  - Requests to restructure payments into individual batches or in a different manner than what is agreed in the contract



## **Privacy**

Blueday Technology has committed to a set of binding corporate rules (BCR) providing a legal basis for authorization of global transfers of personal data within our company group.

Blueday Technology shall maintain appropriate technical and organizational measures to protect personal data.

### **Blueday Technology fundamental data protection rules include:**

- The processing of personal data shall take place in a fair and lawful way
- The collecting of personal data shall only be made for explicit and legitimate purposes and the use of them shall be made accordingly
- The collecting of personal data shall be relevant and not excessive in relation to the purpose for which they are processed
- The personal data shall be kept accurate and where necessary, up to date
- Personal data shall not be held longer than necessary
- All personal data shall be kept confidential and stored in a secure way
- Personal data shall not be shared with third parties except when necessary for them to provide services upon agreement
- Data subjects shall have the right of access to and rectification of own personal data

If you consider that we have failed to comply with applicable rules on processing of personal data, you have the right to object at any time. If you suffer harm due to such noncompliance you may contact Corporate Management.

## **Protecting the Environment**

Blueday Technology shall act responsibly with an ambition to reduce direct and indirect negative influences on the external environment. We shall adhere to relevant international and local laws and standards, strive to minimize our environmental impact and take a sustainable approach in our day to day operations. Our aim is to support our customers and the industry to be better environmental performers through our products and services. We are focused on reducing waste, reducing carbon dioxide (CO<sub>2</sub>) emissions and improving the environmental mind-set amongst our employees.

### **Your responsibility:**

- You shall strive to understand the environmental impact in your area of work and minimize impact
  - You must share environmental best practices in your area of work
  - You must participate actively in environmental programs
-

## **Public Officials**

A “public official” means any officer or employee of a government, a government department, agency, or government owned or controlled state enterprise, any person acting in an official capacity for or on behalf of a government or government entity or of a public international organization, any political party or party official, or any candidate for political office. Public officials include not only elected officials, but also consultants who hold government positions and political party officials.

Dealing with public officials requires that we exercise extra caution in the way we conduct ourselves.

### **Your responsibility:**

- As a representative of Blueday Technology you shall not, in order to obtain or retain business or other improper advantage in the conduct of business, offer, promise, or give any undue advantage to a public official to make the official act or refrain from acting in relation to the performance of her/his duties. This applies regardless of whether the advantage is offered directly or through an intermediary
- When engaging with public officials, you shall do so in a transparent and straightforward manner and exercise the utmost integrity always.
- Gifts, hospitality or any financial or other advantage shall not be offered, promised, given to or received from public officials unless this is subject to specific, written pre-approval from CEO. Local laws may restrict or even prohibit the offering of gifts and entertainment to public officials
- Gifts and hospitality given to, or received, from public officials shall be properly recorded.

## **Safeguarding of Property, Information and Assets**

Blueday Technology property, information and assets must be secured by adequate protective measures. Our information and assets are only to be used for legitimate business purposes and only by authorized employees or their designees. This applies to tangible assets, e.g. equipment, and intangible assets such as intellectual property and confidential information. Information produced and stored on Blueday Technology IT systems is regarded as the property of the company. Private use is only permitted to a limited extent, and information that may be considered illegal or inappropriate must under no circumstances be processed or downloaded.

### **Your responsibility:**

- You have a responsibility to protect Blueday Technology property, information and assets from theft and loss
  - You must report any security breaches of property to Blueday Technology Corporate Management.
  - You must report any theft, waste or misuse of company information and assets to Blueday Technology Corporate Management.
  - You shall maintain electronic files and archives in an orderly manner
-

- Your use of IT systems, and internet services, must be governed by the needs of the business and not by personal interests

## **Sensitive Information and Confidentiality**

Blueday Technology is committed to protect sensitive or confidential information. We will not misuse information belonging to ourselves or any of our partners.

### **Your responsibility:**

- You have a duty of confidentiality, both by law and by way of written agreement
- You are responsible for keeping confidential all matters that could provide third parties unauthorized access to confidential information
- You shall always carefully consider how, where and with whom Blueday Technology-related matters are discussed
- Your duty of confidentiality also applies after the conclusion of employment or contractual relationship with Blueday Technology and for as long as the information is considered sensitive or confidential in nature.

## **Sponsoring and Donations**

Blueday Technology may utilize sponsorships to promote the company and its business. All sponsoring relationships shall be strategic and aligned with Blueday Technology marketing strategy. There must be documented tangible benefits for Blueday Technology associated with any sponsorship, such as commercial gain, professional development, enhanced profiling etc. All sponsoring relationships shall be structured as 'win-win situations' whereby both parties achieve some gain. All sponsorship shall follow the regulations in Blueday Technology Authorization Matrix.

No religious or political groups or organizations may be sponsored. There shall be no personal conflict of interest involved in the decision to sponsor an organization. In situations where a conflict of interest exists, the individual with a conflict shall withdraw from any associated decision-making process.

Charitable donations - gifts - to organizations do not carry the same requirement for mutual benefit. However, no charitable donations shall be made to political or religious organizations. All charitable donations must be approved in advance by Corporate Business Integrity and Compliance.

## **Transparency and Financial Reporting**

Blueday Technology will communicate relevant business information in full and on a timely basis to its employees and external stakeholders. All accounting and financial information, as well as other disclosure information, must be accurately registered and presented in accordance with laws, regulations and relevant accounting standards. Blueday Technology is committed to providing the financial markets with quality information, enabling investors and analysts to maintain a correct picture of the financial situation as well as risks and opportunities facing it in the future.

# Code of Conduct



---

## **Declaration of Compliance**

You as an employee (including temporary personnel) and/or director in Blueday Technology will be requested on an annual basis to confirm by signing the Annual Statement of Compliance that you have read and familiarized yourself with this Code of Conduct, and that you for the previous year have conducted your tasks and responsibilities in accordance with the requirements set forth in this Code of Conduct.

Suppliers, subcontractors, representatives and other contracting parties of Blueday Technology are expected to have ethical standards that are compatible with this Code of Conduct, and shall also sign declarations confirming compliance with the requirements reflected in this Code of Conduct.

## **Whistleblowing – Reporting of Breach**

If you are aware or have suspicions concerning any misconduct, said conduct shall immediately be reported to your manager, HR or another Blueday Technology manager you trust.

If you fail to obtain a response to your notification or if you would prefer not to notify any of those identified above, you are urged to report the matter in accordance to Blueday Technology whistleblowing guidelines.

Blueday Technology will ensure that there will be no retaliation against a whistleblower, nor any impact on a whistleblower's professional career, for reporting possible violations in good faith. Any employee knowingly making a false report for the purposes of harming another individual will be subject to disciplinary action.

More details and guidance are further set out in our Blueday Technology whistleblowing guidelines.