



# Code of Business Ethics

## AN OVERVIEW

This Code of Business Ethics (Code) covers MediaKind's guiding principles as a trusted partner, our relationships with each other and our stakeholders, how we conduct business responsibly, and comply with applicable laws, rules, and regulations.

Such confidence and credibility require truthfulness and candor in how we conduct our business. Therefore, creating an environment of transparency in business conduct is a high priority for all of us.

Our Code of Business Ethics reflects our commitment to operate with candor and truthfulness in our dealings and communications in the marketplace.

Everyone at MediaKind will operate under the principles outlined in this Code, from the members of the Board of Directors and the executive leadership team to every individual. Furthermore, everyone at MediaKind will be held accountable for meeting these standards.

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## BEING A TRUSTED PARTNER

### Our guiding principles

Integrity, transparency, and responsibility characterize the way we conduct business. Operating with a strong sense of integrity is critical to maintaining trust and credibility with our customers, partners, employees, shareholders, society, and other stakeholders. Such trust and credibility requires truthfulness and candor in how we conduct our business.

Creating an environment of transparency when conducting business is a high priority for everyone at MediaKind. Our Code of Business Ethics (Code) reflects our commitment to operate with candor and truthfulness in our dealings and communications to the marketplace. We expect the company will operate in accordance with the principles set forth in this Code. Everyone, from the members of the Board of Directors and the executive leadership team to each individual working for MediaKind, will be held accountable for meeting these standards.

MediaKind's commitment to conducting business responsibly includes:

- Being responsible corporate citizens
- Respecting human rights throughout our business operations
- Ensuring health and safety

The Code also contains rules for all individuals performing work for MediaKind, including employees, subcontractors, and private contractors.

Expectations include:

- Ensuring compliance with applicable laws, rules, and regulations
- Promoting full, fair, accurate, timely, and understandable disclosure in financial reports and other public communications
- Appropriately dealing with conflicts of interest
- Protecting and properly using company assets, non-public information, and the privacy of all individuals

### **Our Responsibility for Compliance**

Everyone working for MediaKind must periodically review and acknowledge or sign-off on the Code, while supporting and staying in-line with the company's stated commitments.

We place additional responsibilities on our leaders where leading by example is critical.

Through the actions of our leaders, the Code is enforced and respected throughout individual teams and the entire MediaKind organization. Leaders will demonstrate the highest ethical standards and are always available for those who have questions or wish to report possible violations.

***We will not turn a blind eye to unethical conduct.***

## Reporting Compliance Concerns

### Individuals Working for MediaKind

Individuals working for MediaKind are encouraged to report any conduct that they believe, in good faith, to be a violation of the law or the directives of this Code to their manager.

### Suppliers, Customers, and Partners

Suppliers, customers and other partners involved with MediaKind may report suspected violations of the law or this Code to the local operations manager or in accordance with locally established procedure.

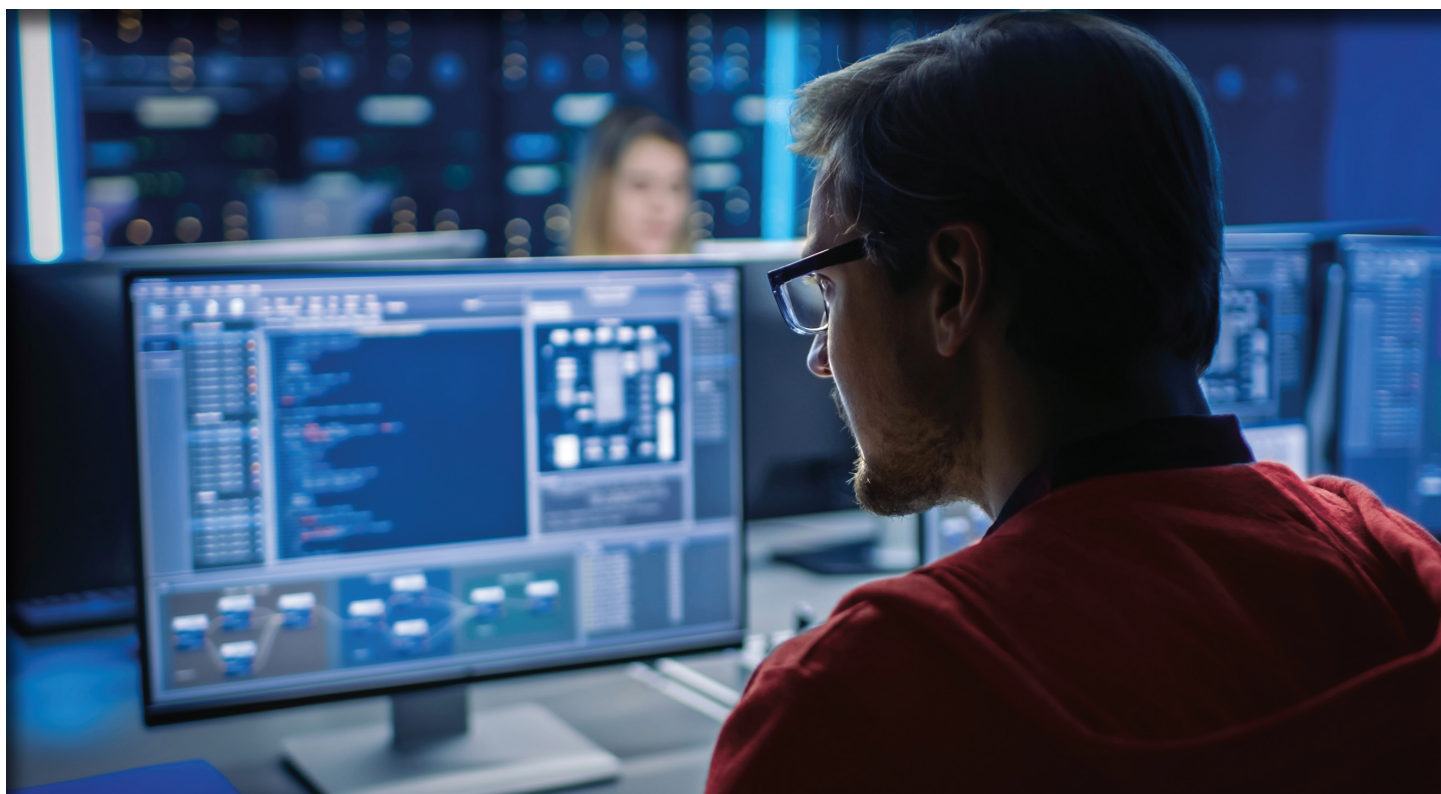
### MediaKind Compliance Line

If the above channels for reporting are not available or appropriate, and if the alleged violation is conducted by management, or relates to corruption, questionable accounting, deficiencies in the internal controls or auditing matters or otherwise seriously affects vital interests of MediaKind or personal health and safety, the violation immediately should be reported to NAVEX Global, MediaKind's secure and anonymous reporting partner.

- SUBMIT A REPORT**
- By Mobile Device: [mediakindmobile.ethicspoint.com](https://mediakindmobile.ethicspoint.com)
  - Report online at: [mediakind.ethicspoint.com](https://mediakind.ethicspoint.com)
  - Call toll-free, 24-hours a day, 7 days a week: [mediakind.com/compliance-hotline](https://mediakind.com/compliance-hotline)

Leaders are expected to seriously address a reported issue and to work to ensure a satisfactory resolution in alignment with MediaKind's ethics, values, and procedures, and with any local statutory or regulatory obligations.

***Retaliation or any discrimination against an individual reporting in good faith will not be tolerated by the MediaKind organization.***





## CONDUCTING BUSINESS RESPONSIBLY

### Our commitment

MediaKind is committed to driving positive change in society by adhering to human rights values, a commitment to health, well-being, and safety, and making responsible strides toward protecting the environment. **These values drive our obligation to act as responsible corporate citizens.**

#### **We Believe...**

- Communication is a basic human need that contributes to economic prosperity and social equity, providing solutions to many of society's sustainable development challenges.
- Information and communication technology (ICT) promotes greater transparency and enhances many fundamental human rights, such as the right to health, education, freedom of assembly, and freedom of expression.

*We strive to ensure that our technology is a force for good in the world, minimizing any negative impacts.*

Furthermore, MediaKind strives to be a responsible citizen in each community we conduct business. We care about the people who participate in producing and supporting our products and services worldwide and ICT users more broadly.



MediaKind is committed to upholding the **10 UN Global Compact principles**, covering human rights, labor standards, environmental management, and anti-corruption. These principles form the basis of our approach to conducting business responsibly.

### **Respecting Human Rights**

MediaKind respects all internationally recognized human rights associations, including:

- Freedom of association and collective bargaining
- No forced labor
- No child labor
- Non-discrimination

The MediaKind brand will always respect human rights, fair and safe working conditions, and ethically and environmentally sound business practices. We strive to avoid infringing on the human rights of others and address adverse human rights impacts with which MediaKind is involved.

### **Health and Safety**

At MediaKind, we place high importance on the Health and Safety of our employees, our partners' employees, our suppliers' employees, and members of the public that may be affected by our operations. We encourage employees to maintain a positive work-life balance that includes a separation of one's work life from personal life in such a way that neither encroaches on the other. Work-life balance isn't just about the number of hours worked.

It's about creating a **healthy, happy** work environment to **improve your overall work experience.**



### ***Commitment to Sustainable Development***

We are committed to the sustainable development of society, which is a development that meets the needs of the present without compromising future generations. Therefore, we will continuously work to reduce any negative impacts of our operations and maximize the positive effects of our technology to enable the sustainable development of society.



*Everyone working for MediaKind must be accountable and obligated as responsible corporate citizens.*

## Code of Conduct

- **The Code of Conduct applies throughout MediaKind worldwide.**
- **The Code of Conduct shall also be valid for all MediaKind suppliers and should be applied through contractual terms and conditions.**

*The Code of Conduct provides that:*

- All persons should be free to peacefully and lawfully form and join, or not join, workers' associations of their choosing and should have the right to bargain collectively.
- Modern-day slavery, including forced, bonded, or compulsory labor and human trafficking, are strictly prohibited. MediaKind does not accept the use of child labor.
- No individuals should be discriminated against because of race, color, gender, sexual orientation, gender identity, marital status, pregnancy, parental status, religion, political opinion, nationality, ethnic background, social origin, social status, indigenous status, disability, age, union membership or employee representation, or any other characteristic protected by local law, as applicable.
- All individuals should know the basic terms and conditions of their employment.
- Individuals with the same experience, performance, and qualifications shall receive equal pay for equal work with respect to those performing the same jobs under similar working conditions.
- The health of the workers and the workplace's safety shall always be a priority concern. Safety applies to all aspects of working conditions, including psychosocial considerations.
- MediaKind has no tolerance for unlawful or unethical conduct.
- MediaKind has a no-tolerance policy for corruption or financial irregularity, including bribery, kickbacks, facilitation payments, fraud, embezzlement, or money laundering.

*It is the responsibility of each MediaKind employee to respect and promote this Code of Conduct and it is the responsibility of each manager to ensure that each MediaKind employee is treated accordingly.*

- ■ ■ **Note: MediaKind suppliers and their subcontractors must comply with the Code of Conduct and verify compliance upon request.**



## EVERY ACTION COUNTS

### Comply with Relevant Laws, Rules, and Regulations

MediaKind shall comply with all laws, rules, and regulations that apply to the organization. Violations of any applicable law, rule, or regulation may have severe consequences for MediaKind and the individuals concerned.

As you conduct MediaKind's business, you may encounter various legal issues. *Therefore, it is your responsibility as a MediaKind employee to be familiar with and comply with relevant laws, rules and regulations, including in the areas listed below.*

#### Trade Compliance

Specific laws, rules and regulations apply to MediaKind as a multinational group of companies in an international business environment, in particular when exporting and importing products and services. MediaKind employees must therefore be familiar with, and adhere to, applicable domestic and foreign laws, rules, and regulations related to export and import regulations, anti-boycott provisions, trade embargoes, and sanctions. According to these laws, rules and regulations, individuals can be restricted from participating in certain business activities, for example, "United States persons" (U.S. citizens, green card holders and persons physically located in the U.S.) can be subject to such restrictions. MediaKind's Legal and Compliance Department is available to support employees with questions regarding Trade Compliance.

#### Fair Competition

MediaKind is dedicated to promoting fair competition. Fair competition provides the best incentives for business efficiency. It encourages business development and innovation and it creates a wider choice for consumers. Most countries have laws prohibiting business practices that interfere with fair competition (competition or antitrust laws). These laws govern the ways companies deal with their

competitors, customers, and suppliers and they, for example, prohibit price fixing, market and customer allocation and bid rigging with competitors, as well as the abuse of a dominant market position. Everyone working for MediaKind shall compete in the open market as vigorously and constructively as possible, while consistently complying with competition laws in each of the countries in which MediaKind operates.

#### Accounting and Financial Reporting

MediaKind must follow strict accounting principles and standards, report financial information accurately and completely, and have appropriate internal controls and processes to ensure accounting and financial reporting comply with applicable laws, regulations, and listing requirements. *All MediaKind employees will support the company's efforts in this area.*





### **Insider Rules and Trading Prohibition**

Everyone working for MediaKind shall act in strict compliance with all applicable insider rules and regulations. "Inside information" is non-public information, which, if it were made public, would be likely to have a significant effect on the price of a financial instrument. No one who possesses inside information is permitted to use the inside information for trading in financial instruments to which the information relates. Furthermore, no one is permitted to disclose inside information to anyone, including family, friends, coworkers, or others, for whom such information is not necessary for the performance of his/her duties.

### **Privacy**

MediaKind is committed to protecting the privacy of personal information, including personal data relating to employees, partners, external workforce, customers, and end-users. Therefore, personal data shall be kept confidential and handled securely. MediaKind employees should handle personal data only when processed to the extent required to perform a specific work task.

### **Communication and Financial Information**

It is important that MediaKind employees have a good understanding of the operational and financial performance of their business units in order to be fully involved in improving operations.

This understanding coincides with MediaKind's financial disclosure policy and legal requirements, specified in frameworks such as insider rules, listing and reporting practices of stock exchanges, and supervisory authorities for securities. MediaKind's obligation to comply with these requirements defines how individuals working for MediaKind shall manage material news that might impact the company's stock price. Comments about financial performance and prospects to external parties shall only be made by official company spokespersons, as authorized in the spokesperson's directive and conjunction with activities supported by Marketing & Communications.

All employees involved in financial reporting shall provide complete, fair, accurate, timely, and understandable disclosures in reports and documents that MediaKind files with or submits to government agencies or authorities or makes in other public communications.

Authorized spokespersons are assigned to represent the company externally and can cover a broad range of topics. All employees are encouraged to spread the word about MediaKind by sharing only public information about the company. Still, only authorized spokespersons should comment on financial performance, strategically sensitive matters, or nonpublic customer-related information. The Marketing & Communications team is available to support employees when in doubt.

All employees involved in financial reporting shall provide complete, fair, accurate, timely, and understandable disclosures in reports and documents that MediaKind files with or submits to government agencies or authorities or makes in other public communications.

■ ■ ■ **Note: Only official company spokespersons shall only comment on financial performance and prospects to external parties.**



## **Conflict of Interest**

The MediaKind community will make business decisions based on the organization's best interests rather than on personal considerations or relationships. Conflicts of interest arise when professional obligations or private or financial interests interfere with or influence the exercise of independent judgments in the best interest of MediaKind.

*The following are examples of situations to be aware of:*

- **Business Opportunities**
- **Other Employment or Engagement**
- **Board Assignments Outside MediaKind**
- **Political Activities**
- **Disclosure of Conflict of Interest**

### **Business Opportunities**

MediaKind employees may not take business opportunities for themselves, family, or friends identified in your work for MediaKind. These business opportunities could be contrary to the interests of MediaKind. Nor may you otherwise use MediaKind property or information or your position at MediaKind for personal gain or the gain of your family or friends.

### **Other Employment or Engagement**

You may not take any employment or engagement outside MediaKind, with or without compensation, that harms or may harm job performance at MediaKind or creates or may create a conflict of interest. MediaKind employees may not engage in outside business interests that divert time and attention away from MediaKind responsibilities or require work during MediaKind working time. MediaKind employees shall avoid any potential conflict of interest by not accepting Employment or engagement from any ICT organization or any supplier, contractor, agent, customer, or competitor of MediaKind unless the arrangement is on behalf of or at the request of MediaKind.

### **Board Assignments Outside MediaKind**

MediaKind employees must not take a board position in any entity or association (including non-profit organizations) if it creates a conflict of interest or could adversely affect the employee's performance of the duties or work for MediaKind. For example, a board member from a competitor, customer, supplier, or strategic partner of MediaKind. A board position in a non-significant supplier of MediaKind may be allowed under certain limited circumstances but always subject to approval by the Chief Legal Officer.

If there is no risk for conflicts of interest, employees may hold one board position in an external entity without prior approval. Any additional board position is permitted only if explicitly approved in advance by the employee's manager and the manager's manager. A special approval process applies to MediaKind's management. Serving on boards of non-profit organizations does not require approval, provided that there is no potential conflict of interest.

### **Political Activities**

MediaKind will not make contributions or payments or otherwise give any endorsement, directly or indirectly, to political parties or committees, or individual politicians<sup>1</sup>. In addition, you may not make any political contribution on behalf of MediaKind or through the use of corporate funds or resources.

### **Disclosure of Conflicts of Interest**

MediaKind requires that you disclose situations or transactions that would reasonably lead to a conflict of interest. For example, suppose you suspect that you are involved in a transaction or any other arrangement that creates a conflict of interest or something that others could reasonably perceive as a conflict of interest. In that case, you must report it to your manager and the Legal Department. Your manager and the Legal Department will work with you to best assess whether there is a conflict of interest and, if so, how best to address it.

<sup>1</sup> Nothing in this Section shall prohibit the establishment and operation of a separate segregated fund, as permitted by United States law (specifically 2 U.S.C. § 441b(b)(4)(B)) to collect voluntary donations from certain eligible employees of MediaKind and to make contributions to candidates for elected political office in the United States.

## Corruption and Financial Irregularities

### Zero-tolerance

MediaKind has no tolerance for corruption and financial irregularity, including bribery, kickbacks, facilitation payments, fraud, embezzlement, and money laundering.

### Bribes and Kickbacks

No one representing MediaKind may, directly or indirectly, any bribe, kickback, or any additional unlawful or unethical benefit.

This unethical benefit includes any demands, accepting from, or offering to give employees or other representatives of business partners (such as customers, suppliers, and channel partners) or any other third parties (e.g., authorities).

### Gifts and Entertainment

No one representing MediaKind may offer to, or accept from, business partners or any other third-party gifts, benefits, reimbursements, or entertainment that would constitute a violation of laws. Or suggest a conflict of interest, divided loyalty, or be perceived as an improper attempt to influence business decisions that otherwise affect the recipient's performance or work duties. Accordingly, MediaKind employees and contractors should typically not accept gifts from business partners or third parties except for promotional items with little value.

All gifts or entertainment should be:

- Business-related
- Made openly—customarily addressed to the receiver's employer
- Moderate in value
- Free from obligation or expectation and
- Avoided during ongoing negotiations

Certain gifts or benefits are never allowed to be offered or accepted, including money, loans, gift vouchers, kickbacks, work for private purposes, unethical benefits, vacations, or similar benefits addressed to individuals.

Further guidance is available from:

- E-learning - Global Center of Excellence through the MK Academy



ACADEMY  
Global Center of Excellence

[mkacademy@mediakind.com](mailto:mkacademy@mediakind.com)

- MediaKind Legal & Compliance

■■■ **Note: All employees must participate in annual compliance trainings.**



### **Public Officials**

Stricter rules apply when interacting with government entities and their employees or representatives. Be aware that this also includes state-owned companies, i.e., many mobile operators. Typically, nothing of value should be promised, offered, or provided to a public official, either directly or indirectly.

### **Facilitation Payments**

Unofficial payments demanded by public officials intended to speed up or secure the performance of routine government actions (e.g., issuance of visas, permits, or licenses) are not allowed by MediaKind. Such facilitation payments are illegal in most countries and may result in prosecution and punishment of the payer.

### **Fraud and Embezzlement**

MediaKind does not accept any fraudulent behavior or embezzlement.

### **Money Laundering**

MediaKind supports international efforts to combat money laundering and the funding of terrorist and criminal activities. Therefore, we shall not engage in unusual payment methods or payments to unconnected parties in contradiction to MediaKind policies and directives.

### **Support and Reporting**

If you are ever in doubt about what is permissible, contact the Head of Legal for advice. Any offer or proposed arrangement contradicting our zero-tolerance towards corruption policy must be reported immediately to Head of Legal. You may also use the MediaKind Compliance Line.

Toll-free, 24-hours a day, 7 days a week: [mediakind.com/compliance-hotline](https://mediakind.com/compliance-hotline)



## Protection and Proper Use of Company Assets

MediaKind has a wide variety of assets, including physical assets, proprietary information, and intellectual property. You are responsible for protecting MediaKind property entrusted to you and for helping to protect MediaKind's assets in general. It is also essential to be aware of and understand MediaKind's security directives. You must be alert and report any loss, or risk of loss, of MediaKind properties to your manager or MediaKind Security as soon as they come to your attention.

Below, you will find specific instructions for internal and external information handling, communication systems, and intellectual property.

### Intellectual Property

Intellectual property includes a variety of properties, such as computer programs, technical documentation, and inventions. Specific intellectual property is, or can be made, subject to special protection through copyright, patent right, or trademark right.

Intellectual property is an asset of utmost value to MediaKind and must be cared for appropriately. In case of doubt, you must follow and seek instructions on how you shall act to protect this valuable asset. For example, it is essential that open source software is used and distributed only under MediaKind's regulations on open-source software.

Intellectual property created by MediaKind employees is transferred and assigned to MediaKind by law and the employment contract or other agreement, with the exceptions stated in international conventions, applicable laws, and the agreement with MediaKind.

### Use of MediaKind IT Resources

MediaKind IT resources, including communication systems and connections to the Internet, shall be used for conducting MediaKind business or for other incidental purposes authorized by your management or applicable IT policies. In addition, you may be authorized by leadership or applicable IT policies to access MediaKind's IT resources with devices and storage media not provided by MediaKind.

To the extent allowed under applicable law, access to MediaKind's IT environment from any device or storage media (whether provided by MediaKind or not) may be checked for required installed software. This includes USB storage, firewalls, administrator information, additional network connections, encryption, antivirus or malicious software, and other components. In addition, to protect MediaKind business and detect unacceptable use of MediaKind's IT resources, you may be asked to provide access to any devices and storage media used to access MediaKind's IT resources or store MediaKind information. Such a request can only be made by an authorized security function and in accordance with applicable processes.

Unacceptable use of MediaKind's IT resources includes: processing, sending, retrieving, accessing, displaying, storing, printing, or otherwise disseminating material and information that is fraudulent, harassing, threatening, illegal, racially or sexually oriented, obscene, intimidating, defamatory, or otherwise inconsistent with a professional environment.

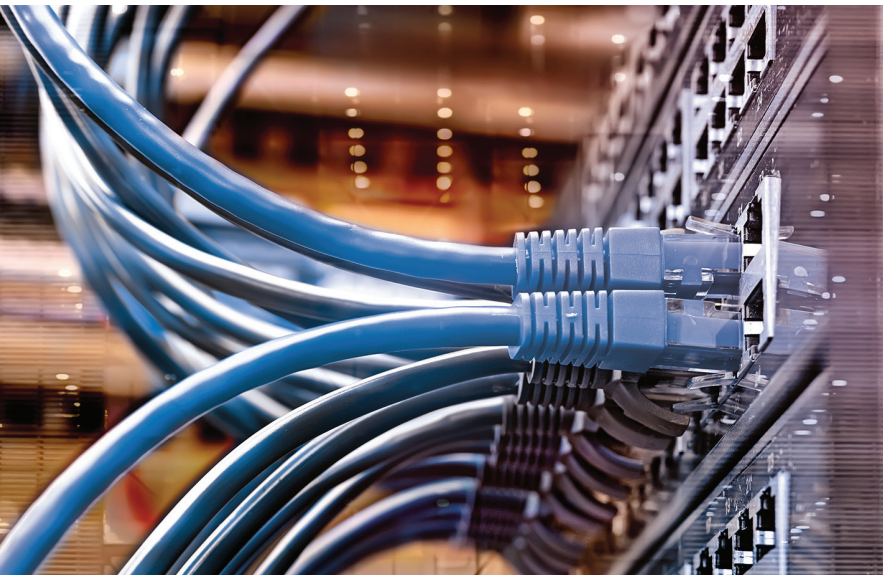
### When you leave MediaKind

All MediaKind assets must be returned, including documentation and any media containing proprietary information. You remain bound by the restrictions for using and disclosing MediaKind proprietary details after you leave MediaKind.

■ ■ ■ **Note: An exit interview is required upon separation from MediaKind.**

## Protecting Information

MediaKind employees are responsible for protecting MediaKind's confidential and proprietary information with our customers, partners, and suppliers.



Persons working for MediaKind have access to information owned by MediaKind and information held by third parties. Such information may be financial information, business plans, technical information, information about employees and customers, and other types of confidential information.

Non-authorized access, use, and disclosure may damage MediaKind or other parties. Therefore, you cannot access, use, or disclose any information unless adequately authorized. In addition, non-authorized access, use, and disclosure may violate laws, including privacy regulations.

Whenever you doubt your authorization, seek instructions from your manager or MediaKind Security.

### **Please review the following rules that explain the importance of protecting non-public information from MediaKind and its customers, partners and suppliers.**

1. Do not disclose to others information not made public by MediaKind except to:
  - a. Persons working for MediaKind who, in their work, need access to the information and who have justified reason to have the information,
  - b. Anyone else authorized by MediaKind
  - c. Persons to whom you, according to your work duties, shall give such information.
2. Do not directly or indirectly access, duplicate, reproduce or make use of non-public information other than in the course of your duties and work for MediaKind. When leaving MediaKind, any authorization to access or to use non-public information expires, and any information in your possession must be returned or disposed of.
3. Upon learning of any wrongful use or treatment of non-public information, promptly notify your manager and cooperate in full with MediaKind to protect such information.
4. Do not store non-public information on private computers, storage media or other devices not authorized by MediaKind. Third party cloud services, or other online hosting services, should only be used to store non-public information if approved for that purpose by MediaKind Group Security.
5. Accesses and authorizations provided to persons working for MediaKind may only be used in the manner in which they were intended. Passwords and pin codes and similar information must never be shared or provided for use to unauthorized persons.



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[mediakind.com](http://mediakind.com)

**REVISION HISTORY**

Rev	Rev Date	Description of change
1	March 11, 2019	Draft
A	July 29, 2019	Initial version, approved by Chuck Gilbert
B	Oct. 19, 2020	Add revision history, approved by Renuka Drummond
C	Feb. 21, 2022	Updated Compliance Hotline information
D	July 18, 2022	Updated branding, light editing, approved by Allen Broome