



CODE OF CONDUCT



NORSTELLA CODE OF CONDUCT


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**Here at Norstella, we
have guiding principles
that fall into five areas:**

- Integrity, Truth & Reality
- Kindness, Empathy & Grace
- Resiliency, Mettle & Perseverance
- Bold, Passionate & Mission-First
- Humility, Gratitude & Learning



By unifying around these shared principles, we foster a high-performing culture that creates energy & passion in all we do, including accelerating our market impact, growth and mission.

This Code of Conduct sets out the expectations and requirements for the whole Norstella team and shapes how we work together building on the principles of Integrity, Truth and Reality, as well as Humility, Gratitude and Learning.

The obligations set out in this Code of Conduct are designed not only to maintain the reputation of our business, but also to ensure we are each treating each other with respect and integrity as we smooth the path to life saving treatments for providers and patients.

This Code of Conduct applies to all Norstella contractors and employees, including its brands (Citeline, Evaluate, MMIT, Panalgo and The Dedham Group).

"These principles are something I feel passionate about. I want Norstella to be a place where everyone is aligned around a single purpose, about why we come to work each day, and about how we behave and interact with each other. I believe that having strong principles in place that we all live by will create an environment in which we win.

These are principles which are very personal to me. I live my life, personal and professional, by these principles, and I'd like you to do the same. Please take the time to read them, digest them, and live them. They guide us in the way we act, speak, work and behave together."

Mike Gallup, CEO



Integrity, Truth & Reality

1. Ethical Business Conduct

We are committed to integrity, honesty, and respect for others in all our business relationships, including those with customers, suppliers, and employees. We will ensure the highest standards of ethical behavior and this includes those who act on our behalf in the performance of their professional responsibilities.

Should you be asked to take part in any unethical business practices, please raise a concern to your manager, HR, Legal or Compliance, or contact the Speak Up Line @ www.norstella.ethicspoint.com.





All potential and actual Conflicts of interest must be recorded in the Conflicts of Interest Register available on IntraStella. Alternatively, speak to the Compliance Team for further guidance or contact the Speak Up Line @ www.norstella.ethicspoint.com.

2. Conflicts of Interest

A conflict of interest occurs when personal, social, financial or political activities interfere or have the potential to interfere with our objectivity, which may affect our ability to carry out our jobs independently. Even the appearance of a conflict may become harmful to our company. Some examples of conflicts of interest are:

- having a second job
- performing services such as consulting outside of your job with Norstella
- serving as a director or consultant (on a paid or voluntary basis) outside of your job with Norstella
- membership of a political organisation
- having a close relation or personal connection within Norstella
- having a close relation or personal connection holding a role at a customer, contractor, supplier, competitor or similar entity
- connections with a person linked to a government organisation
- holding a financial interest in a customer, contractor, supplier, competitor, or similar entity

You must not act in a manner likely to bring the company into disrepute or in a way that may adversely affect the reputation of Norstella. You must ensure that all potential and actual conflicts of interest are recorded on our Conflicts of Interest Register on IntraStella, and approved by the Compliance Team.

3. Anti-Bribery & Corruption

Bribery is being given or gifted, whether directly or indirectly, financial reward and items of value with the intention that personal or commercial advantage is gained. This intention can be to influence others, including those in government or business, to not only obtain or retain commercial (or personal) advantage but to transact business on more favorable terms. Bribery is a crime, therefore you, and the business could potentially be charged with a fine or potential imprisonment. Engaging in improper conduct such as failure to prevent the facilitation of a bribe is also an offence.

Bribes may take many forms from offering a sweetener in order to receive a contract award, to a facilitation payment to speed up the completion of a task. It may be difficult to distinguish inappropriate behaviour from legitimate business activity, and if in doubt you must discuss with the Compliance team.

Should you be asked to take part in any irregular business practices, or have concerns that something seems questionable, please contact the Compliance Team or the Speak Up Line @ www.norstella.ethicspoint.com.

4. Honesty & Fair Dealing

We pride ourselves on being honest, fair, and truthful in all of dealings, acting always with integrity. You must never attempt to deceive or mislead others in your business dealings on behalf of Norstella.

5. Gifts & Entertainment

A gift is anything of value given or received because of a business relationship, where the recipient does not pay fair market value and can sometimes be considered as bribery. A business gift can be in any form – for example, dinner in a restaurant or club; tickets to the theatre or a sporting event; travel on private or chartered business jets; a discount not available to the public etc.

The sale of Norstella products and services should always be free from even the perception that favourable treatment was sought, received, or given in exchange for the gifts. As such, you may only accept gifts if they are not extravagant or frequent, are intended to encourage normal business relations, and could not be construed as an attempt to influence a decision to award a contract, work or favourable treatment. Therefore, promotional items of nominal value are permissible. Gifts of money are never acceptable.

You must seek approval from the General Counsel or Head of Compliance before making payments to public officials. Special rules apply to government contracts and government officials, and we must not give gifts to employees or representatives of the United States Government.

Whether you want to give or accept a gift or entertainment, all proposed gifts and entertainment over the value of \$100 (or local currency equivalent) must be listed on the Gifts and Entertainment Register located on IntraStella and approved by the Compliance Team. Please contact the Compliance Team if you have any concerns.



6. Anti-Competitive Behaviour

As a company we adhere to competition and antitrust laws. Such laws are designed to protect and promote free and fair competition around the world. Competition laws prohibit anti-competitive behaviour, such as price-fixing and collusion. They also prohibit unlawfully obtaining information about competitors.

In the EU, fines for anti-competitive behaviour can be 10% of group global turnover. In the USA and the UK, violations may be crimes for both the Company and individuals punishable by substantial fines and/or imprisonment.

Should you be asked to take part in any of the activities listed on this page; or become aware of any practices which could be classed as anti-competitive, or any other business practice that seems questionable, please contact the Compliance Team or the Speak Up Line @ www.norstella.ethicspoint.com.

7. Material Non-Public Information

Material Non-Public Information or “MNPI” is information that is not available to the general public and if disclosed may have an effect on a company’s market value or trading price of a company’s shares and may influence an investors decision to purchase, sell or hold such stocks or shares.

In the course of our business we may receive information via surveys or other sources which may include MNPI, however, we should request such information is labelled appropriately and we must make sure that it is not used in any onward distribution or incorporated into any of our products or services. For clarity, if we are in discussions with other companies including customers or panellists we should request not to receive such information in the course of our business dealings.

We understand that certain job roles (such as Journalists or Analysts) may receive information which is under embargo or protected by company confidentiality agreements. We will not share such information and will seek guidance from the Legal & Compliance function to ensure information is protected accordingly.

If you do receive any MNPI related to Norstella or any other company, please contact Legal or Compliance, or contact the Speak Up Line @ www.norstella.ethicspoint.com.

8. Tax Evasion and Facilitating Tax Evasion

Tax evasion is deliberately, dishonestly or fraudulently evading tax regimes. Facilitation of tax evasion means helping a third party such as a customer or supplier to evade tax.

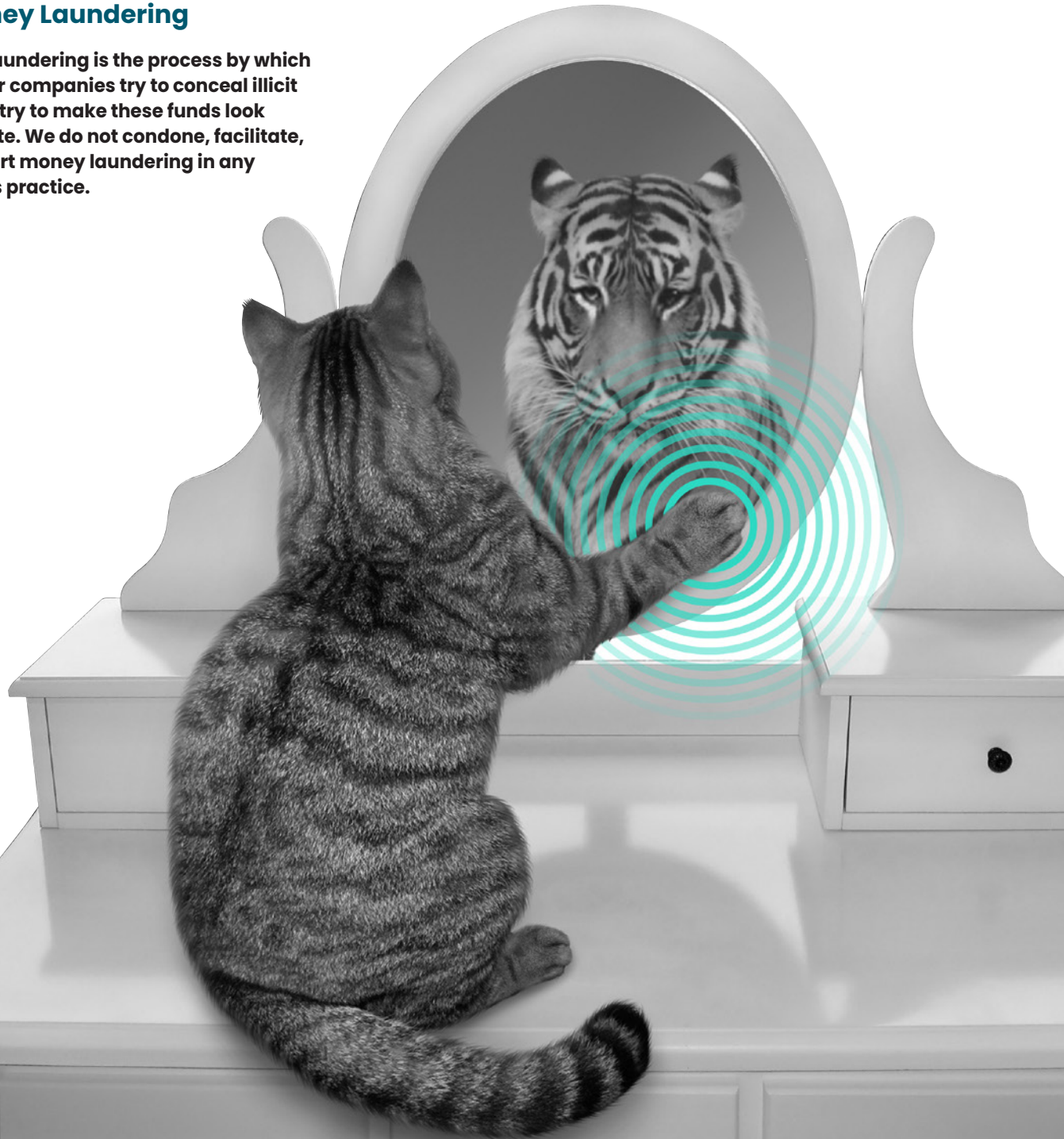
You must not evade tax or facilitate tax evasion. This principle applies regardless of what the tax is, extending to all direct and indirect taxes, including VAT, duties and employment taxes. It also applies irrespective of the location of the employee or other persons. Behaviour which breaches this position may lead to prosecution, severe penalties, and termination of employment or contract.



You should be alert to any signs of questionable business practices including people attempting to evade tax either for themselves or their business dealings with Norstella. Please raise the concern to the Compliance Team or contact the Speak Up Line @ www.norstella.ethicspoint.com.

9. Money Laundering

Money laundering is the process by which people or companies try to conceal illicit funds or try to make these funds look legitimate. We do not condone, facilitate, or support money laundering in any business practice.



When negotiating contracts, arranging banking payments and credits we must be aware of the following risks:

- irregularities in the way payments are made, such as payments in currencies other than that specified in the invoice; payments by someone not a party to the contract; payments to/from an account other than the normal business relationship account; requests for an overpayment and subsequent credits; and
- customers, suppliers, and intermediaries whose operations appear to lack integrity.

You must not participate in facilitating or supporting money laundering. Behaviour which breaches this position may lead to prosecution, severe penalties and termination of employment or contracts.

If you suspect that an employee or anyone doing business or performing services for or on behalf of Norstella in any capacity is committing a financial crime or have concerns about any other business practice that seems questionable, contact the Compliance Team or the Speak Up Line @ www.norstella.ethicspoint.com.

10. Fraud, Theft and Abuse of Position

Fraud is the deliberate intention to acquire money or goods dishonestly through the falsification of records or documents and is a crime.

Theft is dishonestly acquiring, using or disposing of physical or intellectual property belonging to our company or employees.

Abuse of position is exploiting a position of trust within our company for financial or material benefit.

We do not condone, facilitate, or support fraud, theft, or abuse of position. Behaviour that falls short of this requirement may lead to prosecution, severe penalties and termination of employment.

Other financial crimes as determined under local legislation are prohibited.

If you suspect that someone is committing a financial crime or have concerns about any other business practice that seems questionable, please contact the Compliance Team or the Speak Up Line @ www.norstella.ethicspoint.com.

11. Human Rights

We are committed to upholding human rights and supporting the Ten Principles outlined in the United Nations Global Compact, relating to human rights, labour, the environment and anti-corruption. For further details on how we uphold our Human Rights please contact your local HR representative or the Compliance Team.



United Nations
Global Compact

12. Modern Slavery

We will not engage in practices such as slavery, human trafficking, forced labour or child labour and we will not violate applicable laws and regulations relating to human trafficking. We will also take all reasonable measures to ensure that our suppliers and other entities acting on our behalf do not engage in practices or violate applicable laws and regulations relating to human trafficking.

If you suspect that a form of modern slavery may be occurring within our business or third parties working on behalf of Norstella, or have concerns about any other business practice that seems questionable, please contact the Compliance Team or the Speak Up Line @ www.norstella.ethicspoint.com.

13. Political Affiliations and Donations

As a Company, we will not participate directly in any political activity, or make political donations or contributions whether in cash or in kind, anywhere in the world.

Norstella employees should adhere to the following obligations:

- you must not use work time, property or equipment to carry out or support personal political activities unless expressly permitted by HR;
- when using social media or other communication methods to express a political opinion, you must always make clear that the views and actions are your own and not those of the company, and
- if you plan to seek or accept a public office, you should seek the approval of HR and complete an entry in the Conflicts of Interest register on IntraStella. Approval may be refused if there could be an adverse impact on the performance of your job or the company or may give rise to an actual or perceived conflict of interest.

If you are asked to make a political donation in your working capacity, please contact the Compliance Team.

If you feel there may be a conflict of interest in relation to your political standing and the company (i.e., holding a position of public office, please see section 2 on Conflicts of Interest and discuss with HR and the Compliance Team.



14. Public Officials

We must avoid any dealings that might be perceived as attempts to improperly influence public officials in the performance of their official duties and we must not give to, or receive any gifts from, government employees or officials (see section 5 on Gifts and Entertainment and section 3 on Anti-Bribery and Corruption).

15. Trade Sanctions

We must comply with trade and economic sanctions issued by the USA, the European Union, the UK and other individual countries.

This means we will not do business within a Sanctioned Country or with a Sanctioned Entity. The list of Sanctioned Countries (updated periodically) is available on IntraStella.

16. Compliance with Laws

Our success depends on competing aggressively, but fairly, and in compliance with the laws and regulations in those countries where we are located or do business. This Code of Conduct applies to the whole Norstella team worldwide.

Local customs and practices will not provide any excuse for breaches of this Code of Conduct, and any such breach could result in disciplinary consequences up to and including termination.

Should you have any concerns about our business practices or whether there are sanctions in place in a particular jurisdiction please contact the Compliance Team.



17. Speaking Up & Whistleblowing

At Norstella we believe in doing the right thing and speaking up when we have concerns that something is not right.

Unethical business conduct or wrongdoing at work could include:

- financial malpractice
- fraud or bribery
- tax evasion or facilitation of tax evasion
- dangers to health & safety
- failure to comply with a legal, compliance or regulatory obligation
- modern slavery
- environment malpractice
- any criminal activity or breaches of this Code
- other unscrupulous activities

You must Speak Up about such behaviour and we expect you to raise such concerns as soon as possible in accordance with the guidance in this Code.

Training will also be provided on Speaking Up and the overall process related to raising a concern. For further information see the Compliance pages on IntraStella.

Please raise your concern by Speaking Up. You can speak directly to your manager, supervisor, any other senior manager; contact the Compliance Team or the Speak Up Line @ www.norstella.ethicspoint.com.



18. Non-Retaliation

If you raise a concern in good faith, you will not be criticised or retaliated against in any way. Any form of reprisal or victimisation against someone who has raised a concern is not tolerated and will itself be treated as a serious disciplinary matter.

If a concern is raised vexatiously or maliciously then that would also be a serious disciplinary matter. For further information on non-retaliation, please refer to the Employee Handbook.

Please raise your concern by Speaking Up. You can speak directly to your manager, supervisor, any other senior manager; contact the Compliance Team or the Speak Up Line @ www.norstella.ethicspoint.com.

Humility, Gratitude & Learning

We are humble in our work and show gratitude to each other. We recognize that the smartest person in the room is the one who is always listening, learning, and willing to shift their thinking.

19. Diversity, Equality & Inclusion

We treat all employees fairly and with dignity and respect and provide equal opportunities in employment.

We recognise that a diverse and inclusive workforce is critical to running a sustainable and successful business. We recruit for aptitude, skills, experience and ability.

Discrimination on any grounds including but not limited to, race, national origin, gender, gender identity or expression, age, disability, marital status, sexual orientation, pregnancy, maternity, socio-economic background, political opinion, religion or belief is not permitted and will not be tolerated.

We are all responsible for promoting and implementing equal opportunities in the workplace. For further information please refer to the Employee Handbook.




20. Drugs & Alcohol

You must not use, distribute or possess illegal or unauthorised drugs on any of our premises or whilst on company business. If your behaviour, judgement or performance of work responsibilities is impaired by drugs or alcohol, you will be stopped from entering our premises or engaging in company business and may be subject to disciplinary proceedings.

For further information please refer to the Employee Handbook.

21. Anti-Harassment, Anti-Discrimination & Anti-Bullying

We are committed to a working environment that is free from verbal, physical or online harassment and abuse. We treat one another with humility, gratitude, courtesy, dignity and respect, and we will not tolerate any form of discrimination.



ZERO TOLERANCE

The background features a dark blue field with a large, stylized 'O' in the center, composed of concentric circles. Shattered glass fragments are scattered around the 'O'. In the foreground, a man with a beard and glasses on the left and a woman with blonde hair and glasses on the right are both making 'stop' gestures with their hands. The man's hand is flat, while the woman's hands are crossed in an 'X' shape. Both individuals have a target symbol overlaid on their chests.

Whilst we support the right to free expression, you must not defame, harass, threaten, abuse, offend or incite violence or hatred against any person or class of persons whether on the grounds of gender, race, religion, beliefs or otherwise. This includes material or content posted to any social media platform, even in a personal capacity.

For further information on anti-bullying, harassment and discrimination, and use of social media, please refer to the Employee Handbook.

22. Protection of Company Technical Assets

We protect our technical assets in accordance with our Asset Management Policy available on IntraStella and by complying with industry standards (E.g., ISO 27001).

Assets must be tracked and monitored as they are removed, transferred, or disposed of. The Infosec Team maintain the Asset Inventory to ensure accuracy of the information and ensure it is available for audit.



If you have any concerns about how to protect company technical assets, please contact the Infosec Team or infosec@norstella.com



24. Intellectual Property

We strongly value and depend on our intellectual property rights and confidential information. Whilst also respecting the information we receive on behalf of our customers, partners, suppliers and other third parties.

To uphold the integrity and success of our business we must all be responsible for protecting our intellectual property and confidential information from misuse, damage, loss, misappropriation, theft, destruction, or infringement by outside parties.

Any actual or suspected situations, events, incidents that have led or could lead to the misuse, damage, loss, misappropriation, theft, destruction or infringement of our business or applicable third-party intellectual property or confidential information should be reported immediately to your supervisor or the Legal and Compliance Teams.

If you have any concerns about how to handle intellectual property and confidential information appropriately, please contact the Legal Team (legal@norstella.com).



25. Privacy & Data Protection

We are committed to handling personal information responsibly, securely and in compliance with all applicable Privacy and Data Protection Laws and you must comply with the standards set out in our Data Protection policy / Privacy Policy available on IntraStella.

If you have any concerns about how to handle data appropriately, please contact the Privacy Team (privacy@norstella.com) or see the Data Protection Policy and Employee Privacy Notice on IntraStella (legal@norstella.com).



PERSONAL

VS

WORK

26. Acceptable Use

We all have access to information systems to enable us to work in an efficient and secure way, and must take reasonable steps to ensure the security of these systems including following the Acceptable Use policy available on IntraStella.

The Acceptable Use Policy is part of the Information Security (ISMS) framework and gives us specific guidance on the proper use and protection of corporate information resources (e.g., email, internet, workstations, applications, mobile devices etc.), as well as what is and what is not acceptable when accessing information and information systems at Norstella.

If you have any concerns about the acceptable use of our systems and information, please contact the Infosec (infosec@norstella.com) Team or see the Acceptable Use Policy on IntraStella.

27. Information Security

We are committed to protecting the confidentiality and integrity of our information assets, both within our company and in our interactions with customers, partners, and other stakeholders.

We are all responsible for ensuring that Norstella information is stored securely and used appropriately. This includes confidential sensitive information about Norstella, its employees and its operations, as well as any personal information about customers, partners or third parties.

When working with information, we must protect access by using strong passwords and other security measures, protect devices, use secure communication channels when transmitting confidential information, be cautious with public Wi-Fi and protect physical security in accordance with our Information Security Policy available on IntraStella. You must report any suspected or actual security incidents to the Information Security Team as soon as possible.



28. Health & Safety

We conduct business with the highest concern for the health and safety of our employees, contractors, visitors, customers, and the general public. We are all responsible for checking and ensuring that our working environment is healthy and safe.

As well as considering our own health and safety, we must also consider that of anyone who may be affected by our actions or behaviour. We must always follow health and safety policies and guidelines and fully co-operate with the instructions of health and safety advisors. For further information please refer to the Employee Handbook and Health and Safety Policy available on IntraStella.

Please raise any concerns about the health and safety of your working environment or any other health and safety concerns to your manager, the HR Team or the Speak Up Line @ www.norstella.ethicspoint.com.



29. Employment & Freedoms to the right of /collective bargaining

We all have the right to associate freely, join or form trade unions or works councils of our own choosing and to bargain collectively in accordance with local legislation.

This is an individual choice, and we fully respect your choice to choose whether or not to participate in a trade union or works council and associated activities.

Please raise any concerns about the health and safety of your working environment or any other health and safety concerns to your manager, the HR Team or the Speak Up Line @ www.norstella.ethicspoint.com.



30. Breaches of this Policy, Consequences and Reporting Obligations

Violations of this Policy are punishable by disciplinary action up to and including termination of employment. Certain aspects covered in this document are subject to the law and violations in the following areas can be crimes which are punishable by imprisonment or fines which are the responsibility of the individual involved:

- Offences related to bribery and corruption
- Offences related to anti-competitive behaviour or anti-trust legislation
- Offences related to breaches of sanctions and sanction regimes
- Offences such as fraud, theft, tax evasion, facilitation of tax evasion, money laundering and other financial crimes

If you suspect or become aware of any violation of this Policy, you must report the suspicion or violation to your supervisor; to the General Counsel; or to the Head of Compliance. Anyone making such a report will be protected from internal disciplinary action or retaliation (see section 18 on Non-Retaliation).

If you receive such a report, you will be responsible for escalating the report to the next higher level until the General Counsel and Head of Compliance are aware. It will not be appropriate for anyone to attempt to resolve the matter themselves without the approval of the General Counsel or the Head of Compliance.

We all have access to an independently operated Speak Up Line and Website, available 24 hours a day, seven days a week, which may be used to raise questions or concerns (see section 17). The information can be found on IntraStella including the toll-free phone numbers to be used to place such calls or click on www.norstella.ethicspoint.com.

Who should I speak to if I have a concern about the information discussed in this Policy or any business practices that I have been asked to be involved in?

Please speak to your line manager, a member of the HR, Legal or Compliance Teams or an ELT member. Or call the Speak Up Line @ www.norstella.ethicspoint.com.



TEAM

CONTACT DETAILS

COMPLIANCE

compliance@norstella.com

LEGAL

legal@norstella.com

PRIVACY

privacy@norstella.com

HR

hr@norstella.com

INFOSEC

infosec@norstella.com

If you have any queries or concerns
in relation to the topics covered in
this document please contact our
independently ran Speak Up Line...
www.norstella.ethicspoint.com