



THIRD PARTY CODE OF CONDUCT



NORSTELLA THIRD PARTY CODE OF CONDUCT

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Norstella Third Party Code of Conduct

This Code of Conduct is part of our commitment to responsible procurement and creating a sustainable business for the future. It sets out the expectations and requirements of all third parties who work for or on Norstella's behalf and is designed not only to maintain the reputation of our business, but also the reputation of our third parties too.

For the purposes of clarity, the phrase "third parties" or "you" shall mean all business partners, suppliers, vendors, contractors, subcontractors and other third parties such as agents, distributors, and service providers.

Here at Norstella, we want to support you in conducting business in an ethical way, with integrity and respect, and therefore require all third parties to commit to conducting business in line with the following principles:



1. Due Diligence

Prior to commencing a business relationship or contract with Norstella, you must provide certain information to Norstella in order for due diligence to be completed.

This will include information to check sanction regimes and debarment registers. Should at any time you understand that you are subject to sanctions or any debarment lists, you must notify compliance@norstella.com immediately.

TRANSPARENT
ETHICAL
LEGAL



2. Conflicts of Interest

Any perceived or actual conflicts of interest that affect the performance of business contracts associated with Norstella must be declared to compliance@norstella.com.

You must not hide conflicts of interest or act in a manner likely to bring Norstella into disrepute or in any way that may adversely affect the reputation of Norstella.

Personal Social Financial Political



3. Anti-Bribery and Corruption

You must ensure that you have preventive procedures and systems in place to tackle bribery and corruption.

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. You must not engage in any type of unethical and illegal business practice when working for or on behalf of Norstella.

This includes giving or receiving payments or excessive gifts in the course of conducting business or attempting to deceive or mislead others in business dealings on behalf of Norstella.

4. Gifts and Entertainment

The sale of Norstella products and services should always be free from even the perception that favorable treatment was sought, received, or given in exchange for gifts.

As such, in the course of conducting business on behalf of Norstella, you must only accept and give gifts if they are not extravagant or frequent and could not be construed as an attempt to influence a decision to award a contract, work, or garner favorable treatment.

Therefore, promotional items of nominal value are permissible. Gifts of money are never acceptable.



5. Public Officials

You should avoid any dealings that might be perceived as attempts to improperly influence public officials in the performance of their official duties and will not give or receive, any gifts to or from, government employees or officials in the course of doing business related to Norstella.

If there are business situations that contravene this principle, please contact compliance@norstella.com for guidance as soon as possible.



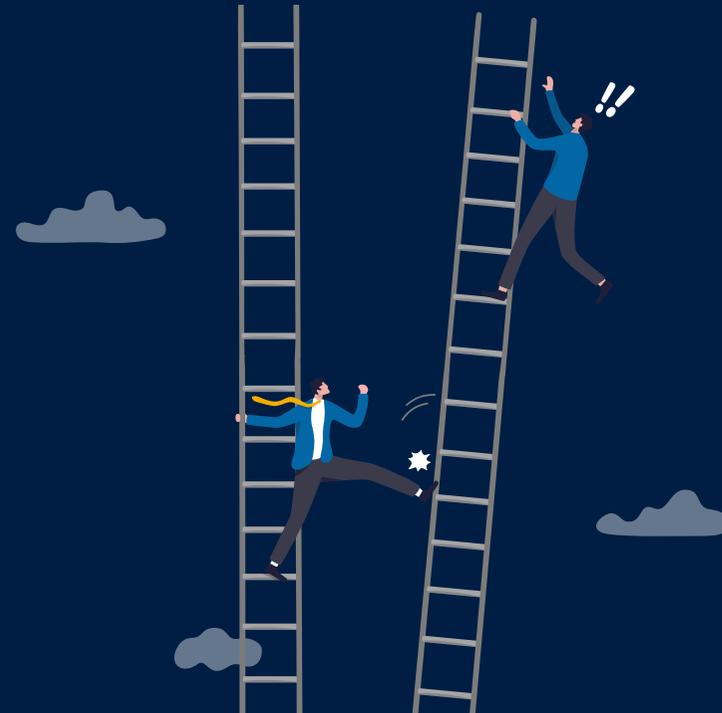
ANTI-CORRUPTION

6. Anti-Competitive Behaviour

You must abide by applicable competition and antitrust laws. Such laws are designed to protect and promote free and fair competition around the world. Competition laws prohibit anti-competitive behavior, such as price-fixing and collusion. They also prohibit unlawfully obtaining information about competitors.

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

You must commit to conducting business in compliance with applicable competition and antitrust laws.



7. Material Non-Public Information

If you come into contact with Material Non-public Information (“MNPI”) you must not use it for inappropriate purposes and ensure it is controlled and stored appropriately.



8. Tax Evasion and Facilitating Tax Evasion

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 your location or the location of your employees or other people. Behavior which breaches this position may lead to prosecution, severe penalties, and termination of business contracts.



9. Money Laundering

You must not participate in facilitating or support money laundering activities.

Behavior which breaches this position may lead to prosecution, severe penalties and/or termination of business contracts.



10. Fraud, Theft and Abuse of Position

You must not condone, facilitate, or support fraud, theft, or abuse of position. Behavior that falls short of this requirement may lead to prosecution, severe penalties and/or termination of business contracts.

Other financial crimes (including failure to prevent type crimes) as determined under local legislation are also prohibited.



11. Human Rights

You must commit to upholding human rights and supporting the Ten Principles outlined in the United Nations Global Compact, relating to human rights, labor, the environment, and anti-corruption.

12. Modern Slavery & Trafficking in Persons

You must not engage in practices such as slavery, human trafficking, forced labor or child labor and must not violate applicable laws and regulations relating to human trafficking.

You must also take all reasonable measures to ensure that when acting on Norstella's behalf you do not engage in practices or violate applicable laws and regulations relating to human trafficking.



United Nations
Global Compact

13. Trade Sanctions and Debarments

You must comply with trade and economic sanctions issued by the USA, the European Union, the United Nations, UK and other countries.

Should you become aware of any business relationship with a sanctioned or debarred company or individual in the course of doing business for or on behalf of Norstella, you must notify Norstella as soon as is reasonably possible.

In addition, all business interactions with such sanctioned or debarred companies or individuals must cease immediately upon becoming aware of any such sanction or debarment and compliance@norstella.com must be notified immediately.



14. Diversity, Equality and Inclusion

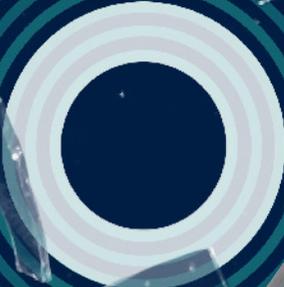
We must all treat all people fairly and with dignity and respect and provide equal opportunities. Discrimination on any grounds including but not limited to, race, national origin, gender, gender identity or expression, age, disability, marital status, sexual orientation, pregnancy, maternity, socio-economic background, political opinion, religion or belief is not permitted and will not be tolerated. We expect you to adhere to the same minimum principles.

You are responsible for promoting and implementing diversity and equal opportunities in the workplace in accordance with the applicable local legislation and best practice.



15. Drugs and Alcohol

You, and your employees, must not use, distribute or possess illegal, unauthorized drugs or consume alcohol on any Norstella premises or whilst conducting business on behalf of Norstella, other than at organized work events.

ZER  **TOLERANCE**



16. Health and Safety

You must provide a healthy and safe environment for your employees irrespective of the working location. Norstella will provide this standard when working from our locations.

This standard includes compliance with local and national laws and regulations in regard to health and safety at work.



17. Intellectual Property

To uphold the integrity and success of our business, if you come into contact with any Norstella owned or licensed intellectual property you will be responsible for protecting that intellectual property and confidential information from misuse, damage, loss, misappropriation, theft, destruction, or infringement by your employees and outside parties.



18. Privacy and Data Protection

You must handle all personal information responsibly and operate in a manner that is consistent with applicable privacy and data protection laws, including security protections that are appropriate to the sensitivity of the information collected or otherwise processed by you on behalf of Norstella.

We require you to enter into appropriate agreements setting out obligations and responsibilities on compliant information handling. Any information that Norstella provides to you or that you otherwise process on behalf of Norstella shall only be used in accordance with such agreements, applicable law and instructions provided by us.

You are expected to support Norstella's due diligence process and have sufficient guarantees in place to demonstrate that you have implemented appropriate policies, procedures and safeguards as required. Information systems that contain Norstella information shall be appropriately managed and protected against unauthorized access, use, disclosure, modification or destruction.



19. Acceptable Use

Third parties who are given use of or access to Norstella systems, databases, hardware, or other aspects of our technology systems, must adhere to Norstella's Acceptable Use Policy and any other policy that is provided and designed to safeguard this infrastructure.

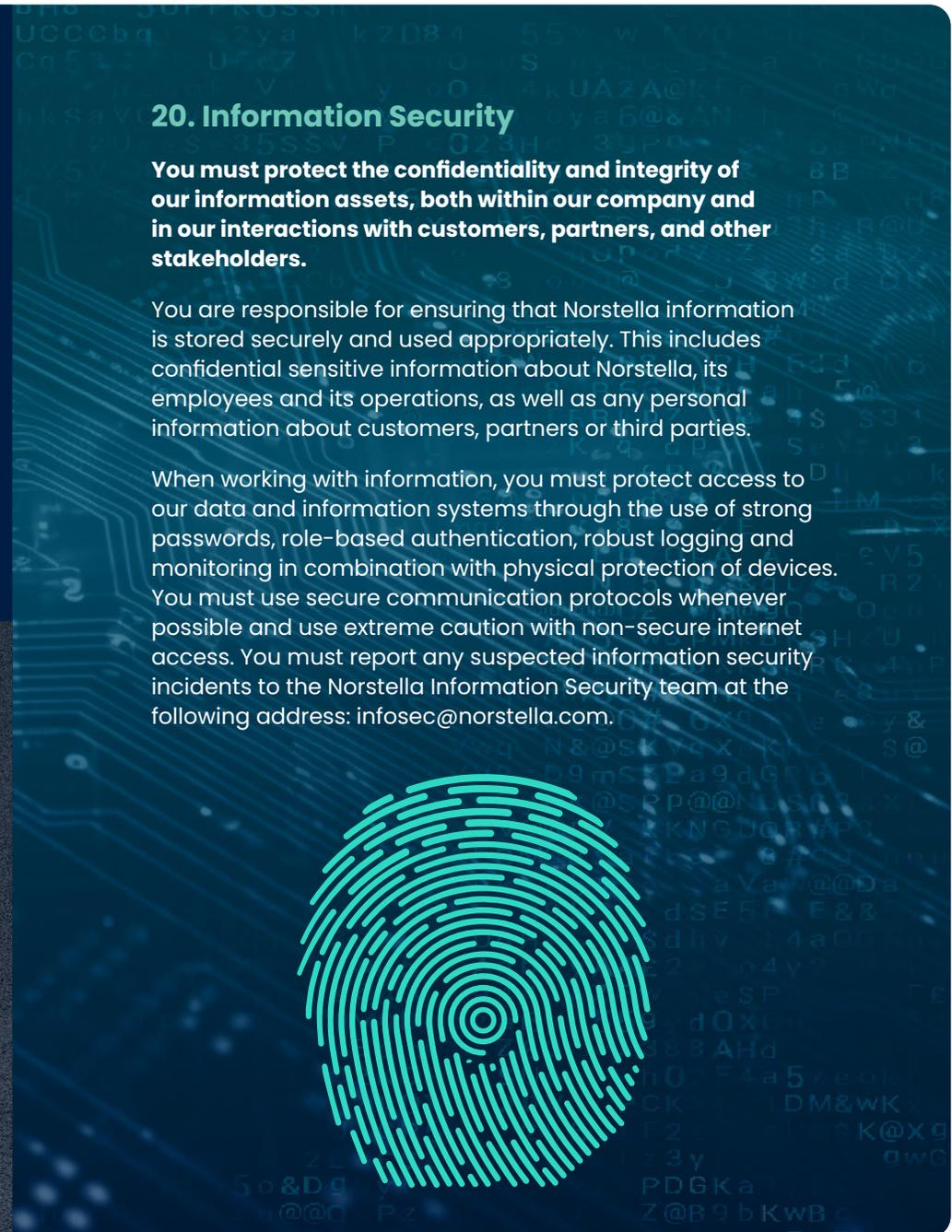
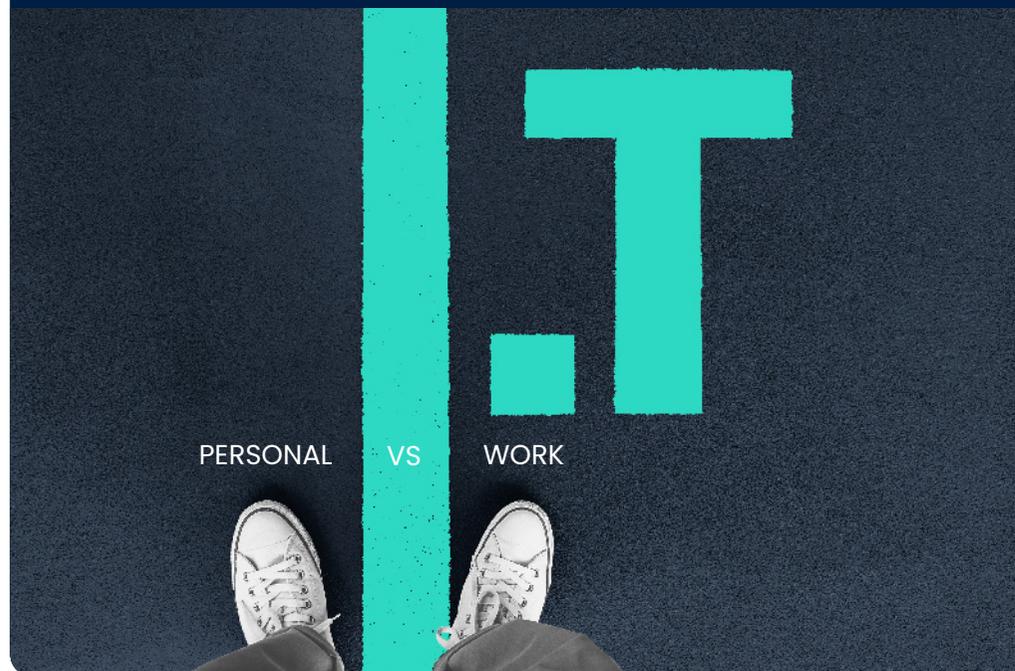
Third parties and their representatives must also complete any training issued within the required timeframe.

20. Information Security

You must protect the confidentiality and integrity of our information assets, both within our company and in our interactions with customers, partners, and other stakeholders.

You are 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, you must protect access to our data and information systems through the use of strong passwords, role-based authentication, robust logging and monitoring in combination with physical protection of devices. You must use secure communication protocols whenever possible and use extreme caution with non-secure internet access. You must report any suspected information security incidents to the Norstella Information Security team at the following address: infosec@norstella.com.



21. Environmental Responsibility

We expect you to comply with all applicable environmental regulations and best practice. If applicable, you should work towards science-based targets to minimize greenhouse gas emissions and comply with CDP and Ecovadis where possible.

You should understand the importance of environmental transparency and accountability in order to make progress towards a sustainable environment, therefore, if applicable and where possible, you should commence reporting on Scope 1, 2 and 3 emissions and provide information to Norstella at least twice yearly upon request.

Resource Management. You should try to reduce energy, waste and water consumption where possible. You should provide usage data to Norstella at least twice yearly upon request.



22. Compliance with Laws

The success of Norstella and our Counterparties depends on competing aggressively, but fairly, and in compliance with the laws and regulations in countries where we are located or do business.

Local customs and practices will not provide any excuse for breaches of this Code of Conduct or any applicable law, and such breach could result in termination of business contracts and may result in criminal or civil prosecution.





Should you have a concern about the information discussed in this Policy or any business practices that you have been asked to be involved in, please contact the following teams:

- | | |
|-------------------|--|
| COMPLIANCE | compliance@norstella.com |
| LEGAL | legal@norstella.com |
| PRIVACY | privacy@norstella.com |
| INFOSEC | infosec@norstella.com |