



## GADD SOFTWARE'S CODE OF CONDUCT

### 1 INTRODUCTION

1.1 GADD Software Group's (hereinafter referred to as "**GADD Software**") vision is to enable growth and improve the business performance of companies by supporting the business with better working software. We achieve our vision by constructing customized solutions with a high level of integration to the business process and that are intuitive and easy to use.

1.2 This set of ethical guidelines (the "**Code of Conduct**") is the standard by which GADD Software and its employees (irrespective of employment form and contract) conducts its business. It is built on GADD Software's core values which describe who we are and how we work;

<i>Professional</i>	We are competent and shall always strive to act professionally in the execution of our projects, to each other and our customers.
<i>Respect</i>	We show respect to both people and nature and endeavor to treat all people equal and to embrace diversity.
<i>Commitment</i>	We are committed to deliver improved software systems and will continuously research new developments in our field of business.
<i>Teamwork</i>	We work together with a network of contacts in order to construct the best available solution to our customers.
<i>Simplicity</i>	We are dedicated to provide a user-friendly software and to always communicate in an understandable and simple way.

### 2 A COMMON GOAL

*We shall act in accordance with the Code of Conduct.*

2.1 GADD Software shall act in accordance with this Code of Conduct. The Code of Conduct shall apply to all GADD Software's activities, in all markets and countries. GADD Software expects all of its subcontractors and other business partners to act in accordance with the Code of Conduct.

2.2 GADD Software should always act truthfully and honestly and put GADD Software's interests before personal or other interests.



### **3 FUNDAMENTAL RESPONSIBILITIES**

*We shall act according to the following fundamental responsibilities.*

- 3.1 GADD Software shall always act according to our values and the laws of the countries in which GADD Software operates.
- 3.2 GADD Software shall comply with the following fundamental responsibilities; United Nation's Declaration of Human Rights (UN 1948), Convention on the Rights of the child (UN 1989), the ten principles in UN's Global Compact (UN 2000), the core conventions defined in the Fundamental principles at Work in the International Labour Organization ("ILO") Convention (June 1998), Occupational Safety and Health Convention (ILO Convention 155), the UN Convention against Corruption (UN 2003), the Rio Declaration on Environment and Development. GADD Software shall further comply with applicable employee rights, competition legislation, environmental legislation and privacy protection rules pursuant to current legislation.
- 3.3 In the event domestic law should be in conflict with the Code of Conduct, such domestic law shall take precedence. GADD Software's subcontractors shall immediately inform GADD Software if the domestic law is in conflict with the Code of Conduct. Such information shall be given before the subcontractor commits to the Code of Conduct.

### **4 ENVIRONMENTAL RESPONSIBILITY AND SUSTAINABILITY**

*We shall operate our enterprise in an environmentally friendly manner and maintain a sustainable approach.*

- 4.1 GADD Software shall take necessary measures to minimize environmental degradation and to maintain a sustainable business.
- 4.2 GADD Software shall assess the significant environmental impact of its operations and establish effective policies and procedures reflecting its environmental responsibility. GADD Software shall ensure implementation of adequate measures to prevent or minimize adverse effects on the community, natural resources and the environment as a whole.

## **5 OCCUPATIONAL HEALTH AND SAFETY**

*We shall ensure that our employees work in a healthy and safe environment.*

- 5.1 GADD Software shall comply with occupational health and safety regulations and international standards where domestic legislation is weak or poorly enforced.
- 5.2 GADD Software shall ensure that there are systems in place to detect, avoid and respond to potential threats to the health and safety of GADD Software's employees. GADD Software shall take effective measures to prevent accidents, injuries and illnesses to employees arising from, associated with, or occurring during work.

## **6 EMPLOYEE RIGHTS**

*We value our employees and will treat them as our greatest asset.*

- 6.1 GADD Software's employees shall be entitled to employee rights according to relevant ILO-conventions including but not limited to working hours, wages, equal opportunity and treatment. GADD Software will strive to provide a culture in which we are a competitive employer that attracts, educates and retains qualified and motivated personnel in a professional working environment.
- 6.2 GADD Software shall respect the rights of employees to form unions in a free and democratic way, not discriminate employees because of trade union membership and shall respect the employees' right to bargain collectively.
- 6.3 GADD Software condemns child labour and all sorts of involuntary labour.

## **7 CONFLICT OF INTEREST**

*We will always act in the best interests of GADD Software.*

- 7.1 A conflict of interest occurs when personal interests of an employee or the interests of a third party compete with the interests of GADD Software ("Conflict of Interest"). In such situation, it can be difficult for the employee or the third party to act in the best interest of GADD Software.
- 7.2 GADD Software shall avoid Conflicts of Interest whenever possible. If a Conflict of Interest has occurred or if we face a situation that may involve or lead to a Conflict of Interest, we must disclose it to closest manager or to HR in order to resolve the situation in a fair and transparent manner.

7.3 GADD Software's employees are obliged to inform management of all business and ancillary activities the employee conducts outside of its employment with GADD Software if nothing else is agreed in writing.

7.4 GADD Software's employees are not permitted to conduct business, directly or indirectly, for an organization which competes or may be competing with GADD Software.

## **8 COMPETITION AND FAIR DEALING**

*We believe in the importance of free competition.*

8.1 GADD Software wants to compete successfully in today's business environment and will always do so in full compliance with all applicable competition and fair dealing laws. Therefore, employees must at all times adhere to the following rules:

8.1.1 Commercial policy and prices will be set independently and will never be agreed, formally or informally, with competitors or other non-related parties, whether directly or indirectly;

8.1.2 Customers, territories or product markets will never be allocated between GADD Software and its competitors, it shall be allocated as a result of fair competition; and

8.1.3 Customers and suppliers will be dealt with fairly.

8.2 GADD Software, especially when we are involved in marketing, sales and purchasing, or in contact with competitors, have a duty to ensure that we are familiar with applicable competition and marketing laws. When in doubt, management should be contacted in order to provide competition and marketing law advice and training.

## **9 CONFIDENTIAL INFORMATION**

*We value and protect our confidential information and we respect the confidential information of others.*

9.1 GADD Software receive, handle and review confidential information. Such information must be handled with care and according to applicable legislation and guidelines.

9.2 GADD Software and its business partners may enter into non-disclosure agreements with more detailed governance of the disclosure of confidential information.



## **10 FRAUD, PROTECTION OF COMPANY ASSETS, ACCOUNTING**

*We insist on honesty and we respect GADD Software's assets and property.*

- 10.1 We shall never be engaged in fraudulent or any other dishonest conduct involving the property or assets or the financial reports and accounting of GADD Software or any third party. Fraudulent or dishonest conduct in this respect may not only result in disciplinary sanctions but also criminal charges. GADD Software's financial records are the basis for managing the Company's business and fulfilling its obligations to various stakeholders. Therefore, any financial records must be accurate and comply with GADD Software's accounting standards.
- 10.2 We shall safeguard and make only proper and efficient use of GADD Software's property. We shall seek to protect GADD Software's property from loss, damage, misuse, theft, fraud and destruction. These obligations cover both tangible and intangible assets, including trademarks, know-how, confidential or proprietary information, and information systems.
- 10.3 To the extent permitted under applicable law, GADD Software reserves the right to monitor and inspect how its assets are being used, including inspection of all email, data and files kept on GADD Software's network terminals or on other media owned by GADD Software or through services supplied by others.

## **11 BRIBERY AND CORRUPTION**

*We condemn any form of bribery and corruption. We compete and do business based on quality and competence.*

- 11.1 GADD Software shall not be involved in any act of corruption, extortion or embezzlement.
- 11.2 GADD Software shall not be involved in any form of bribery – including but not limited to – promising, offering, giving or accepting any improper monetary or other incentive.

## **12 ABUSE, DISCRIMINATION AND HARASSMENT**

*We embrace diversity and respect the personal dignity of our fellow employees and business partners.*

- 12.1 GADD Software shall not discriminate, exclude or have a certain preference for persons on the basis of gender, age, religion, race, birth, social background, disability, ethnic or national origin, nationality, union membership or membership in any other legitimate



organization, political affiliation or opinions, sexual orientation, family responsibilities, marital status, diseases or any other condition that could give rise to discrimination.

- 12.2 In particular, employees shall not be harassed or disciplined on any of the grounds listed above.
- 12.3 All use of violence or threat to use violence or other forms of physical coercion against employees and business partners is condemned by GADD Software.

### **13 FAILURE TO COMPLY**

*We will consult the Code of Conduct, comply with its provisions and seek guidance when needed.*

- 13.1 We ensure full compliance with all provisions of the Code of Conduct and to seek guidance where necessary from manager or from HR.
- 13.2 To “do the right thing” and to ensure the highest standards of integrity is each personal responsibility and cannot be delegated. When in doubt, you should always be guided by the basic principles stated in the introduction to the Code of Conduct and section 1 (Introduction).
- 13.3 Any failure to comply with the Code of Conduct may result in disciplinary actions, including the possibility of dismissal and, if warranted, legal proceedings or criminal sanctions. A supplier’s failure to comply with the Code of Conduct will be duly examined and proper actions will be taken which may include termination of the business relationship.

### **14 REPORTING ILLEGAL OR NON-COMPLIANT CONDUCT**

*We take responsibility for ensuring that we all act with integrity in all situations.*

- 14.1 Employees shall report any practices or actions believed to be inappropriate, to their managers or the appropriate members of HR. When appropriate, in view of the nature of the reported matter, reports of violations may be made directly to higher level of Management including the Chief Executive Officer.
- 14.2 All complaints shall be properly investigated, with internal or external assistance. GADD Software prohibits retaliation against any employee for any such report made in good faith, while it also protects the rights of any accused persons.
- 14.3 Business partners and their employees shall also have a responsibility to report according to section 14.1, but shall report directly to top management including the Chief Executive Officer.