



# Code of Conduct

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# Dear N-SIDERS,



In the past 20 years of success, N-SIDE has built its foundations and earned its reputation on sound values such as those of transparency and diversity which embed honesty and integrity. It is with this inspiration in mind that I am now happy to present our N-SIDE internal Code of Conduct (the “Code”) as an expression of the values and core foundations of who we are and how we do business.

This Code is consistent with our values and provides a common reference point for defining how each of us is expected to act as a member of the N-SIDE team, no matter where in the world. It is not a comprehensive document that anticipates every legal or ethical issue we may encounter, but rather an effective guideline that will guide you when in doubt.

Each and every one of us occupies a position of trust. The Code is more than a document directing the actions that should be applied in order to protect the reputation and solidity of our Company or attempt avoiding legal concerns. It is about promoting an environment and a Company that we can all be proud of.

This Code does not walk alone but rather falls into a broader mission, which consists of our Code, ongoing communication and training, and communication channels in which each of you can ask questions or communicate concerns.

Our Code guides all of us working at N-SIDE, regardless of our position and role. It is important that you are familiar with the Code so that you can apply its principles in your daily work activities.

We have a rich heritage and strong core values of commitment, collaboration, passion, fun and innovation. We must always remember that our reputation and our future success depend on the manner in which we conduct ourselves and the decisions we make each day.

Sincerely,

*Maud Larochette*  
Acting CEO



# N-SIDE Core Values



## DIVERSITY

We embrace diversity and value differences between people. N-SIDE strives to be an environment inclusive of all, enabling a rich culture for innovation.



## COLLABORATION

We believe in partnership and working together where everyone is trusted, respected and listened to.



## COMMITMENT

We feel accountable to each other, our clients and to a better world.



## PASSION

We are passionate people who are always striving to reach the next level.



## INNOVATION

We drive innovation to create solutions for tomorrow's world.



## TRANSPARENCY

We have an open culture where everyone contributes authentically.



## FUN

We enjoy working in a relaxed environment where we always welcome a touch of fun!

# Why a Code of Conduct?

N-SIDE's Code of Conduct is a document that serves as a guide to the ethical and legal responsibilities which governs each of us while performing work for N-SIDE. It does not address every ethical issue, nor summarize all laws and policies. Instead, the Code provides us with guidance and directs us to resources which help us make the right decision when the answer may not be clear.

The Company enjoys a diverse workforce made up of individuals from a wide variety of cultures and backgrounds. While we recognize local laws and customs may dictate the necessity for this Code to be flexible, we do expect all employees to adhere to its philosophies and underlying principles.

Please ensure you read the Code, think about how it applies to you in your role with the Company, learn how you can ask for advice or get answers to questions you might have, and keep it handy for future reference. Please do not hesitate to request for support or address your considerations to the Human Resources Department, which will always be available in a confidential way should you ever seek support. There will be no retaliation, in any way or form, towards employees who will seek advice or ask for support and guidance.



# N-SIDE Code of Conduct

## Diversity and equal opportunities.

N-SIDE conducts all parts of its business in a manner which encourages confidence, trust and respect of all co-workers. The Company, its officers, and all members of the Board are committed in their ethical responsibility and respect for diverse cultures and beliefs. Each of us deserves to be treated with dignity and equity. We encourage diversity and diverse opinions, and expect everyone to help create an inclusive and ethical culture. We are committed to a policy of equal opportunity for all qualified applicants and employees without regard to race, color, gender, religion, age, national origin, ancestry, disability, military status, sexual orientation, marital and family status or other legally protected status. Through a shared commitment to an open and inclusive culture, we support our vision of being a Company that offers great opportunities and a place where people like to work, allowing us to attract the best people and achieve the best results together. **We value diversity** as a key driver for a better world.

Harassment and discrimination on any basis, including but not limited to harassment and discrimination based on sex, race, color, religion, national origin, age, disability or other protected classes is strictly prohibited and will never be tolerated in any way or form by N-SIDE. Not only do these actions violate the law, they erode trust and are exactly the opposite of what we stand for and believe in. Any incidents of alleged harassment or discrimination must be reported immediately to the Human Resources Department, a member of the Steering Committee or the CEO directly.



## **Compliance with the laws.**

Employees must act in complete observance and compliance with all applicable legal requirements, both domestic and foreign, in the course of business or at any time when acting on behalf of N-SIDE, without accepting any compromises. Ignorance of the law is not, in general, a defense if laws are violated. No reason, including the desire to meet business plans or profit targets, can ever be an excuse to compromise the law or the guidelines contained in this Code.

## **Conflicts of interest.**

A conflict of interest exists where an individual's interests conflict with the interests of the Company. You may have a direct or indirect personal interest in a transaction or matter such that it would reasonably appear to affect the judgment that you exercise on behalf of the Company, influence your actions or lead you to neglect one or more of the Company's business interests and values. While conducting Company business we must avoid conflicts of interest, or the appearance of a conflict of interest, as well as any relationship or activity that might impair our ability to make objective and fair decisions when performing at work. We are committed to competing on the basis of the quality of our products and services. All of us should avoid any actions that result in business being gained, or create the impression that business was gained, in exchange for any gift, meals or entertainment.

You have a responsibility to disclose to your Manager or supervisor in writing any situation, transaction or relationship that might give rise to an actual or potential conflict of interest.



## Giving or receiving gifts.

The giving or receiving of gifts may also create a conflict of interest or the appearance of a conflict of interest. To ensure that business-related gifts, meals or entertainment are not subject to abuse and do not create or appear to create a conflict of interest, N-SIDE only permits gifts to be given or received if they are **limited in occurrence** and reasonable in value.

Gifts also must not influence or give an appearance of influencing the recipient. You may accept occasional meals, refreshments, entertainment and similar business courtesies so long as they are not lavish or excessive and do not create the appearance of an attempt to influence business decisions. Each circumstance may be different and you are encouraged to contact Human Resources to discuss the specific situation if you question the appropriateness of the giving or receiving of a gift.

Notwithstanding the above, under no circumstance should you accept or give any gift or courtesy as a bribe. More specific guidance is available when needed from a member of management or from Human Resources.

## Vendor relationships and fair purchasing.

N-SIDE purchases many items and services necessary to support our work globally. When making these and other purchases, we must act impartially toward vendors, contractors, suppliers and other service providers, selecting them in a non discriminatory manner based upon the quality, price, service, delivery and supply of goods and services while engaging with vendors that share the same ethical standards of N-SIDE. Such decisions must never be based on personal interest or the interests of family members.



## **Financial integrity.**

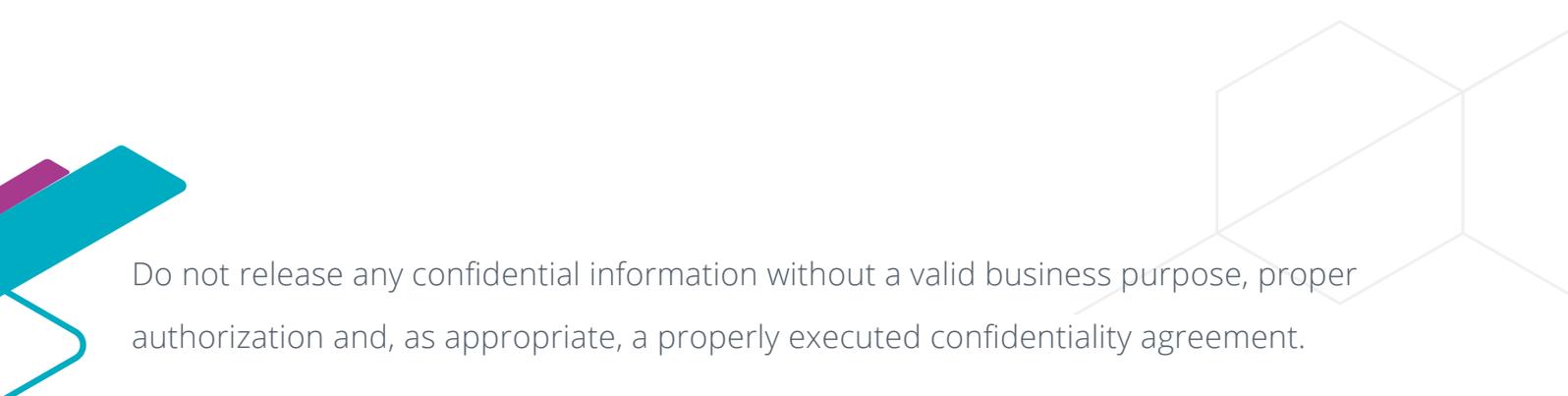
N-SIDE employees are expected to act responsibly and exercise sound judgment with respect to matters involving company finances. If, in the course of your duties, you spend money or distribute anything else of value, enter into contracts or maintain financial records on behalf of N-SIDE, with respect to such duties you must keep accurate and complete records, submit accurate and complete reports as required by the Company, and comply with N-SIDE's system of financial internal controls and approvals where and as applicable and which have been put into place to protect and preserve our financial integrity. Every employee, regardless of title or function, is responsible for following the policies and procedures.

If you have questions concerning financial integrity and require assistance, please seek guidance from the Finance Department.

## **Confidentiality.**

We all have a responsibility to safeguard confidential business information and to use such information only for Company purposes. Whether you work with candidate or employee-related information or confidential business information, you are entrusted to ensure that only people with a business need have access to the information you create, share and store.

Confidential business information includes, without limitation, the Company's inventions, trade secrets, business plans and projections, sales, cost and profit figures and projections, new product or marketing plans, customer details and programs, customer data and related information, research and development ideas and information, employee information and any other matters considered or reasonably expected to be considered confidential by the Company.



Do not release any confidential information without a valid business purpose, proper authorization and, as appropriate, a properly executed confidentiality agreement.

If you have questions concerning the protection of Confidential Information and require assistance with proper Confidentiality Agreements, please seek guidance from the Legal Department.

### **Privacy protection.**

To the extent permitted by law, N-SIDE may collect and maintain personal information which relates to your employment, such as compensation, medical and benefit information. When we collect and process personal information, including that of applicants and employees, we comply with applicable laws. Personal information will be collected only for legitimate purposes, shared only with those who are permitted access, protected in accordance with security policies and retained only for as long as necessary. We also ensure that third parties with access to personal information are contractually obligated to protect it in accordance with applicable data security standards.

### **Intellectual property.**

N-SIDE respects the trade secrets and confidential information of other companies, individuals, suppliers and any third party involved with N-SIDE. N-SIDE and many other companies have trademarks —words, names, symbols or designs— that are used to identify and distinguish the company, its business and its products. It is important that you use N-SIDE's and other companies' trademarks properly.

For guidance on proper usage of N-SIDE's and third-party trademarks, refer to the Marketing Department.



## **Respect for the environment.**

N-SIDE is conscious of the impact that our business can have on the environment, and we continuously work to reduce our own impact on the world. N-SIDE's commitment is reflected in its willingness to constantly reduce its CO2 emissions, engage with green and sustainable partners and offer mobility alternatives.

We abide by all applicable environmental laws and regulations and are committed to conducting our business in an environmentally conscientious manner that is socially responsible.

## **Health & safety in the workplace.**

Your safety at N-SIDE is one of our top priorities and we are committed to providing a safe and healthy workplace for employees, contractors and visitors working within, or visiting, our facilities and premises.

N-SIDE is committed to complying with environmental, health, and safety (EHS) laws and regulations in the workplace and in the communities where we operate, as applicable to our Company. The intention of N-SIDE's compliance is to protect the Environment and maintain a secure workplace.

We all have a responsibility to immediately communicate accidents and unsafe practices or conditions to appropriate personnel.

Child labor, human trafficking and illegal, abusive or forced labor have no place in our operations or in the operations of our suppliers or other third-party that we may be engaged with.

If you have questions concerning any Health & Safety aspects related to the workplace, do



not hesitate to contact the Human Resources Department or the appointed prevention advisor.

### **Labor standards and regulations.**

N-SIDE globally complies to all applicable laws and regulations that govern labor and employment standards. These laws and regulations apply to all of us and it is never ok to ignore or work around them. Violations of laws and regulations should be reported immediately. Contact a member of the Management or the Human Resources Department should you suspect any form of non-compliance.

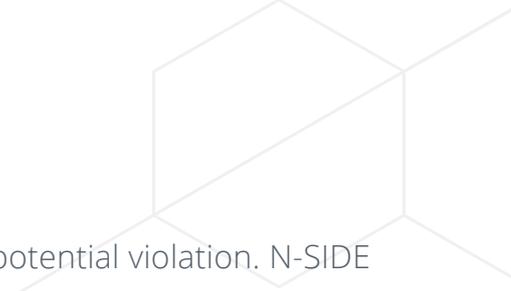
### **Protection of N-SIDE assets.**

N-SIDE provides its employees with a wide range of valuable assets to help you perform your work at the highest level. These assets may include computer equipment, mobile devices, communications platforms and equipment, software, office and electronic equipment and facilities. N-SIDE employees are expected to treat these assets with care and use them with the interests of the business in mind and in accordance with any Company applicable Security Policies.

### **Reporting violations.**

If you learn about or suspect a violation of this code, another N-SIDE policy, or any law, you shall promptly report it to your Manager and Human Resources. Should the violation involve the Manager and Human Resources, you may turn to another member of the Steering Committee or the CEO directly.

N-SIDE will attempt to keep its discussions and actions confidential to the greatest extent possible and in compliance with applicable laws and regulations governing privacy. N-SIDE



will not retaliate against anyone making a good-faith report of a potential violation. N-SIDE will appropriately investigate any report of a violation. You must cooperate fully with any investigation, but should not investigate independently, as alleged violations may involve complex legal issues, and you may risk compromising the integrity of a formal investigation.

**Policy against retaliation.**

It is against N-SIDE policy for any employee to retaliate against any person for reporting what he or she believed in good faith to be a violation of this Code, expressing an intent to report what he or she believed in good faith to be a violation of this code, assisting other N-SIDE employees to report a violation of this code, or participating in any investigation pursuant to this code.





## ABOUT N-SIDE

N-SIDE is an innovative software consulting company in advanced analytics designing optimization solutions for Life Sciences and Energy management. From strategy down to operations, N-SIDE leverages the value of your data and business knowledge into decision-making power.

Our cloud-based custom solutions use cutting-edge technologies such as machine learning and powerful algorithms to solve the most complex industry challenges and turn them into opportunities. We empower organizations with agility and data-driven decisions to optimize processes and use resources wisely while efficiently managing risk and maximizing profits.

We ensure our customers are ahead of the game! N-SIDE optimizes decisions of some of the largest companies around the world, across a vast range of industries: Pharmaceuticals, Power Exchanges, TSO's and DSO's, etc. N-SIDE is a Certified B Corporation™. It means we meet the highest standards of verified social and environmental performance, accountability and transparency to balance purpose and profit.

