



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,

Philippe Chevalier
Founder and 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.

Among other applicable regulations, N-SIDE has inspired itself to abide by UN's Universal Declaration of Human Rights and the UN's guiding principles on business and human rights. 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. "Employees" or "You" in the sense of this Code shall be understood to include all employees or interns of N-SIDE S.A. or of its affiliated companies (together, "N-SIDE", the "Company" or "we", "us").

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.

As this Code of Conduct is fundamental for N-SIDE, any violation will be addressed closely and may be considered as a violation of the applicable working regulations. and could result in disciplinary actions, potentially up to and including termination of employment, depending on the specific case.

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 strongly encourage diversity and diverse opinions, and expect everyone to help create an inclusive and ethical culture.

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.

We are committed to a policy of equal opportunity for all qualified applicants and Employees, and we strongly oppose and in no way tolerate any and all forms for direct and indirect discrimination, which may include and are not limited to discrimination based on race, color, gender, religious or political beliefs, age, national origin, ancestry, disability, military status, sexual orientation, marital and family status or other legally protected status. Employment, promotion and reward decisions are based on ability, merit, performance and attitude.

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 are 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.

As a result, you are expected to observe all standards of decency, morality and courtesy, including with regard to visitors and any third party working with, relating to, or collaborating with N-SIDE. This includes refraining from all forms of discrimination and treating everyone with the same human respect for their dignity, background, feelings and beliefs. Therefore, any form of verbal discrimination is prohibited, as well as the distribution of discriminatory literature, leaflets or similar material.

Compliance with the laws.

You 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.

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.

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.

Contact a member of the Management or the Human Resources Department should You suspect any form of non-compliance.

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 when it reasonably appears to affect your judgment, influences your actions or leads You to neglect one or more of the Company's business interests and values.

While conducting Company business, you must avoid conflicts of interest, or the appearance of a conflict of interest, as well as any relationship or activity that might impair your ability to make objective and fair decisions when performing work. We are committed to competing on the basis of the quality of our products and services.

You 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, in violation of the Gift Policy mentioned here.

As a result, you must ensure you carefully abide to the following, which constitute a guidance for your reliable and ethical behaviour:

- Conduct business within guidelines that prohibit real, potential or perceived conflicts of interest;
- Conduct business relationships with outside companies in a manner that avoids conflicts of interest;
- Always act with honesty and integrity, and not put yourself in a position that benefits, or appears to benefit, your personal interests, whether directly or indirectly, at the expense of the interests of N-SIDE;
- For reasons of transparency, it is recommended, where permitted by law, that personal relationships, whether family or otherwise, be disclosed to N-SIDE when you consider recruiting such persons to work.

When in doubt, you are strongly recommended to reach out to your Manager and/or the Human Resources Department for support and clarifications; seeking advice on a specific situation where you deem a potential conflict of interest may exist, to be of support and help avoiding any violations of this principle.

Preventing Unfair Competition

As N-SIDE strongly believes in ethical and fair business transactions, we strive to foster an environment where collaboration can thrive while at the same time remaining protective of our business interests, assets and confidential information in a balanced manner.

As a result, we expressly want to avoid any situation of unfair competition, and ask that during the term of Your agreement with N-SIDE, You avoid engaging with, providing work for (such as independent advice, consultancy or other services) to a competitor of N-SIDE, unless expressly authorized in writing by N-SIDE in advance.

Whether You are in doubt and require support to determine whether a company or entity may fall under the definition of “competitor” as considered in this section, do not hesitate to reach out to your Manager and/or the Human Resources Department.

In addition, You also may not, during the term of your contract, run another business or take part in other business on your own time, directly or indirectly, if it is in competition with N-SIDE, unless discussed and approved in writing by N-SIDE in advance.

Prevention of Fraud.

N-SIDE seeks to prevent fraud, unethical practices and corruption and has implemented various strategies, such as training programs and raising awareness, internal and external audits and controls, risk mitigation assessments, culture building and individual accountability along with related policies and procedures.

You must cooperate and participate in these initiatives and programmes as and when requested, ensuring compliance with the Company policies at all times.

N-SIDE requires that you: refrain from any act which in any way may relate to or cause fraud, other unethical practices or corrupt acts against our Company, customers, suppliers, contractors, other Employees and any other third-party collaborating or working with N-SIDE in any way or form.

Prevention of bribery and corruption.

As mentioned, N-SIDE strives to meet the highest ethical standards in our business dealings and will only engage in fair and active competition. N-SIDE will always treat customers, suppliers and any third party fairly, openly and honestly.

It is forbidden for You to engage in any form of bribery, either inside or outside N-SIDE, with any person or organization, including but not limited to a public official, a public company or representatives of a customer, supplier or competitor.

These acts are serious criminal offenses in most countries and may result in criminal sanctions not only against those directly involved in making or receiving a facilitation payment, but also against N-SIDE.

To avoid any suspicion of improper payment, no payment can be made to or by N-SIDE in cash.

All payments must be made only for services or products properly provided as per the agreed internal financial and supplier processes. Any payments outside of such processes are considered improper payments.

You are required not to make or offer (whether directly or indirectly) any improper payments to, or receive improper payments from government officials, public companies or other third parties.

Gift Policy

N-SIDE strives to ensure that our relationships with customers, suppliers and other stakeholders, including government departments, civil servants and public enterprises, are legal and in all respects transparent. We must also ensure that business decisions are made impartially and fairly and are not based on gifts or hospitality offered or received.

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.

Therefore, N-SIDE has adopted the following Gift Policy with which each Employee of N-SIDE must comply:

- You may accept occasional meals, refreshments, entertainment and similar business courtesies so long as they are not lavish or excessive.
- It is important that, when You accept or offer gifts or entertainment, You take care to protect your reputation, as well as the N-SIDE's reputation, and that You avoid suspicion of bribery or other corrupt practices.
- Gifts received or offered should never influence, or appear to influence the business or operational decisions of the recipient of the gift.

The offering or receiving of a gift should never lead to a conflict of interest, or to a situation resembling a conflict of interest.

We know that giving modest, reasonable and appropriate gifts is customary in many countries where we do business or operate; however, compliance with the N-SIDE Gift

Policy is a requirement and should You be in a doubtful situation, You are encouraged to first consult with the Human Resources Department, Finance or Legal Department.

Charitable donations made on behalf of N-SIDE must be made to N-SIDE approved causes or organizations, and must not present any reputational or other risk. Such causes and organizations are cautiously selected by N-SIDE to ensure compliance with such principles. N-SIDE favors such donations and therefore encourages Employees to suggest new organizations and causes to N-SIDE via the dedicated N-SIDE Committees, or to the Human Resources Department directly.

Financial integrity.

You 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 complete records 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.

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.

Political support and commitment to Governments.

N-SIDE respects your civil rights, political views, desire to be actively involved in the social and political community and the related privacy to which You are entitled. We must however take into consideration the impact of such activities on our business:

- On the one hand, N-SIDE's business activities may be subject to and affected by government intervention and regulated obligations.
- On the other hand, in the framework of some anti-corruption laws & principles, some clients expect us to declare that none of our Employees are Government Officials.

To ensure that no situation of conflict exists between the public office position you may hold and our business and/or to comply with our anti-corruption obligations towards our clients, N-SIDE requires that all Employees disclose any position they hold as Government Officials to N-SIDE Human Resources. N-SIDE will treat such information with the highest care, in accordance with the Company's Internal Privacy Policy and for no other purpose than the one stated above.

"Government Official" means any of the following: (i) official (elected, appointed, or career) or employee of a federal, national, state, provincial, local, or municipal government or any department, agency, or subdivision thereof; (ii) officer or employee of a government-owned or controlled enterprise, company, or organization (e.g., a Healthcare Professional practicing at a government-owned or controlled hospital or clinic); (iii) officer or employee of a public international organization (e.g., UN, World Bank, EU, WTO, NATO); (iv) individual acting for or representing a government or any of the organizations referred to above, even if he/she is not an employee of such government or organization; (v) individual who is considered to be a government official under applicable local law; (vi) candidate for political office; and (vii) official of a political party.

You are prohibited to use N-SIDE's funds, assets, property, clothing, brands or services to support a political party or politicized movements that You may have joined, or imply that your particular political views are shared by the N-SIDE.

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.

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.

N-SIDE can designate, orally or in writing, all and any other information or knowledge, by whichever medium that is not already in the public domain, as confidential. In the course of your duties, You may have access to information or knowledge that is particularly sensitive or confidential. This may include N-SIDE information (including information from different business units such as strategies, financial reports and customer lists) or that of an end user, customer, supplier, consultant or any third party working with N-SIDE. Confidential Information can also include, but not be limited to, the following non-exhaustive list, unless confirmed by N-SIDE for specific cases:

- Company's inventions, trade secrets,
- business plans and projections,
- sales, cost and profit figures and projections,
- new product or marketing plans,
- customer names, information, details and programs,
- customer data and related information,
- research and development ideas and information,
- employee information
- information concerning the business interests of the N-SIDE customers,
- pricing and client lists,
- development processes,
- software code,
- financial information and strategies, including investments,
- business information and strategies, including marketing policy,
- commercial know-how,
- information and strategy related to personnel matters, list of personnel, organizational chart

And any other matters considered or reasonably expected to be considered confidential by the Company.

Under no circumstances may You communicate N-SIDE confidential information to a person who is not authorized to hold it, access it or be in any way informed about it. You must also prevent third-party information in your possession from being passed on to other persons, or used in a way that is not consistent with the purposes for which it was brought to your attention or access.

This requirement applies separately from any obligations that You may have contractually or under a Group policy dealing with this subject. It applies even after You have left N-SIDE or Group; in this case, You must return all information in your possession within the deadlines required by N-SIDE.

You must refrain, both during the course of the employment agreement and after its termination, from divulging directly or indirectly, or to use for your own gains or those of third parties, business secrets, as well as any information of a personal or confidential nature, including that related to the private sphere of the other Employees, representatives and clients, which You have acquired as a result of his/her professional activities.

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

You must return, at the N-SIDE's first request, and in any case at the latest upon termination of your contractual agreement, all confidential information on whichever medium which has come to your knowledge, during or as a result of the employment contract.

The obligation with respect to confidentiality described in the paragraphs above constitutes an essential obligation of your contractual agreement. The obligations in this section are also specified in your contract and applicable working regulations with regard to confidentiality within the Company.

Violations can constitute a serious offense, leading immediately and definitively to the impossibility of continuing all professional co-operation, for which You could be held liable. N-SIDE can also apply any appropriate sanctions such as legal proceedings, payment for damages, as applicable.

If You believe that N-SIDE and/or any other Employee is in non-compliance with this section, You should report it internally using the dedicated reporting mechanisms and/ or make sure you inform your Manager as this could constitute a severe business risk and security breach.

If You have questions concerning the protection of Confidential Information and require assistance with proper Confidentiality Agreements, please seek guidance from the Legal Department or appointed Security points of contact.

Personal data 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.

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 also 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.

To ensure You are aware of your obligations, a set of mandatory standards and procedures related to Environment Health and Safety have been established at N-SIDE, which are available on Confluence and illustrated via the dedicated communication channels and/or internal training. Failure to comply with these environmental and occupational health and safety laws and/or our safety, health and environmental standards and procedures may cause irreparable harm is prohibited and may result in disciplinary action.

In respect of safety and when a visitor requests entry to any of our sites, they must be admitted in accordance with current site practices.

In case of incidents, unsafe practices or situations which might impair the Health & Safety of others, make sure You immediately communicate them to the N-SIDE Workplace Manager, along with any questions You may have.

Finally, N-SIDE accommodates an environment where You can show up comfortably, however, we also trust that when at work, You will dress appropriately and according to the ordinary circumstances.

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.

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. You 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.

N-SIDE strongly believes transparency and trust to be its key values and fosters an internal environment where Employees feel safe to report any violation and incident, to ensure the Company can remain compliant at all times. Violations of the Code of Conduct are not acceptable under any circumstances and will be taken very seriously.

As a result, we ask that you immediately report to N-SIDE any facts that are (or may potentially be) in violation of this Code of Conduct, any N-SIDE policy or law and/or which could harm the interests of N-SIDE, its Employees or customers,

N-SIDE has a dedicated Consolidated Reporting Tool that helps you navigate such situations. Should you feel that the recourse as provided by the above mentioned mechanisms are inadequate, N-SIDE has a dedicated Whistleblowing Tool that you can use to report the issue, which will be treated as per the Whistleblowing Policy.

If the violation relates to acts of violence or moral or sexual harassment at work, in addition to the reporting mechanisms available to you as described above, you also have the possibility to report the situation via the appointed mechanisms mentioned in the dedicated sections of the working regulation/Employee handbook.

As we want to ensure that reporting can always be performed in a context of confidentiality and without any form of retaliation, 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 appropriately investigate any report of a violation, with your cooperation as the case may be.

Policy against retaliation.

N-SIDE will not retaliate against any person for reporting what he or she believed in good faith to be a violation of this Code, policies or laws, assisting N-SIDE Employees to report a violation, or participating in any investigation.

In other words, if You report a violation in good faith, there will be no negative consequences nor any retaliation to You personally or in your work or employment, even if the reported conduct is later found not to be a violation.



ABOUT N-SIDE

N-SIDE is a deeptech company that empowers organizations in the life sciences and energy sectors to make better decisions and optimize the use of critical resources.

We're doing so by combining deep industry expertise with applied mathematics and artificial intelligence into easy to use and cutting-edge software that transforms uncertainty and complexity into deterministic outcomes.

In Life Sciences, we streamline the clinical supply of pharmaceutical and biotech companies by accelerating clinical plans, mitigating risks and curbing drug waste.

In Energy, we accelerate the transition towards renewables and electrification by enabling leading grids and market players in making better, faster and safer decisions.

N-SIDE is headquartered in Belgium and has offices in the USA and Japan, serving customers from across the world. The company is certified Best Managed Company and, B Corporation™. For more information, visit www.n-side.com