

Code of Conduct
SoftOx Solutions AS
2021



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Code of Conduct

1. Introduction

In SoftOx we aim to act with integrity in any situation we face. Our code of conduct contains the principles that guide us, and which areas are important to our culture. It gives a practical guidance on how to behave as members of the SoftOx team. Each of us needs to know, understand and apply the code in our daily work.

This code of conduct together with the Corporate Governance Code outline how we manage and work in SoftOx.

1.1 Vision and Mission

Our vision is to be a world leading developer of antimicrobial technology.

Our mission is helping the world fighting infections from viruses, biofilm resistance and antimicrobial resistance.

1.2 Our Values - SoftOx, a value driven Company

Our values constitute key premises for the company, both internally and externally. Our values – Innovative, Honest and Caring - guide our behavior and form the basis for SoftOx's ethical guidelines. We have defined what the core values mean for SoftOx employees:

- A. Innovative: Embrace creativity and engagement, challenge to improve, be gutsy and think out of the box
- B. Honest: Be transparent, demonstrate integrity and build relationships based on doing the right thing
- C. Caring: Behave respectfully, act professionally, take ownership, support to succeed

Our values define who we are. They are the fundamental beliefs of our organization. They guide our actions and behavior. They influence the way we work with each other – and the way we serve our clients and engage with our communities.

Every day, each one of us makes choices and decisions that directly affect the way we experience each other and the way our clients and wider communities experience us. Our values give us confidence that we are using the same principles to help us make these decisions throughout our organization.

1.3 Compliance and non-compliance

The organisation aims for its board of directors, management, and employees to comply with this Code of Conduct. It is a responsibility of the management to create processes and norms to respect and fulfil the Code of Conduct within the organisation. This will be done through regular presentations of the Code of Conduct as well by supporting the employees so they can comply with the Code of Conduct.

Our suppliers and partners must comply with this Code of Conduct. They will be provided with this document and other relevant documents that describe SoftOx requirements if cooperation is initiated.

Upon identifying a complaint that violates or does not comply with this Code of Conduct, including indication of fraud or violation of laws, the issue must be reported to the Chief Executive Officer or to any of the Board members of SoftOx.

2. Business operation

SoftOx is doing business in multiple countries. We have a responsibility to know and follow the laws that apply to our business in the countries in which we operate. While compliance with laws and regulations is mandatory, it also shows our commitment to act as a responsible partner. SoftOx respect and follow the 10 principles of UN Global Compact regarding human rights, labor, environment, and anti-corruption. It demonstrates our care and respect of the people we serve. In addition, non-compliance with laws and regulations can result in civil and criminal fines and penalties, imprisonment, and other commercial and personal disciplinary actions.

2.1 Product Quality and Safety

In our quality policy we affirm patient safety is our top priority. When we manufacture, store, distribute, market, sell and follow up on our products, we will comply with all applicable laws and regulations. All safety reports and product complaints are thoroughly investigated to ensure the safety and quality of our products.

We always adhere to our internal policies and standard operating procedures designed to protect patient safety, and to ensure quality of our products.

2.2 Business Partners

In SoftOx we rely on outsourcing to approved suppliers and contractors in areas in which we do not have internal resources. Our suppliers play an important role to enable us to grow and to be successful. We do require and routinely audit our partners' adherence to our contracts and agreements.

2.3 Anti-bribery and anti-corruption

SoftOx has zero tolerance for corruption and bribery. We act consistent with the anti-bribery and anti-corruption laws that exist worldwide and we demand the same from our business partners. We strictly prohibit bribes, fraud, kickbacks and illegal payments.

No SoftOx employee shall offer payments, gifts or items of value to any government official, healthcare professional, customer or supplier for the purpose of obtaining or keeping a commercial advantage of any kind. In addition, we will not provide any payment or benefits to private sector employees to influence them to obtain or retain a business advantage.

Grants and donations can be made only where the purpose is to contribute to medical research or improved patient treatment and have a clearly defined purpose. Similarly, we as SoftOx employees should not accept any gifts or payments in exchange for special services or considerations.

For further information see our Anti-corruption policy*.

2.4 Public Procurement

Public authorities are critical customers for SoftOx because they buy our products. Government-run hospitals are subject to local laws on how they procure products and services. As a supplier of products, we are also

required to comply with these laws. There must not be any inappropriate attempts to influence or improperly transfer items or services of value to such hospitals.

Those who are involved in tender processes, or who offer to provide our products and services under a contractual agreement to a public authority, must understand and follow the rules of public procurement.

2.5 Conflict of interest

A conflict of interest occurs when a SoftOx employee's personal activities or relationships interfere with our objectivity in doing what is best for the company. Situations that create, or appear to create, a conflict between a personal benefit and the company's interest should be avoided. If not possible, it should be disclosed to management.

3. People and Employees

We are committed to respecting and promoting human rights across our value chain – from our own employees to our suppliers to the communities where we live and work. We promote diversity, apply fairness and express courtesy in our interactions with individuals inside and outside SoftOx.

3.2 Fair Treatment of Employees

We treat each other with dignity and respect. Each of us deserves an inclusive workplace where we are fairly compensated and can do our best work. Different thoughts, abilities, experiences and characteristics make our culture and work environment richer and can lead to better decision making and results.

3.3 No discrimination and harassment

At SoftOx we have zero tolerance for harassment and all forms of discrimination on grounds such as:

- gender
- age
- religion
- physical appearance
- disability
- political opinions
- family situation
- gender identity
- origin
- sexual orientation
- health
- trade union activity
- nationality

3.4 Equal Opportunities

In recruitment, training access, compensation, welfare, internal mobility and career development skills, experience and personal capabilities and competence are the only factors we consider.

3.5 Protection of privacy and personal data

It is our policy to respect the privacy of “personal information”. Personal information is information that can be used to identify a specific individual, and the use of “personal information” is restricted by law. As an employee you may come across such information about colleagues, patients, clinical study subjects, physicians, employees of customers and others. We must do our best to protect such information as described in our Privacy Policy*.

4. Managing Company Information

As employees we may come across confidential business information which we have an obligation to protect.

4.1 Money Laundering

Money laundering is a process by which illegal money or property is hidden or transferred in order to make it appear legal.

We comply with all applicable regulations and laws in relation to money laundering and prevention. By implementing internal routines, we secure our financial transactions are not used for money laundering. All employees are obligated to report to management if any suspicion of money laundering is identified.

We will conduct regular reviews of our partners to ensure their integrity related to this matter.

4.2 Insider information

SoftOx is listed on the stock exchange in Oslo (Euronext Growth), Norway and by law we need to disclose certain important information about our company such as significant acquisitions or divestitures, regulatory matters and other material events. When we disclose such information, we do it in a complete, accurate, timely and understandable way.

As an employee we might have access to important information before it is public. It is everyone’s responsibility not to disclose such information. If you have such information, you are not allowed to buy or sell SoftOx’s shares or options. You are not permitted to share the information with family, friends or any other person outside the company nor give any recommendations when it comes to buying/selling shares of SoftOx. The same is applicable for trading shares of partnering companies where you have access to insider information as part a due diligence or a merge & acquisition process. If you are in doubt, you should contact the CFO.

4.3 Protecting confidential information and company assets

To do our everyday work we use computers and mobile devices, information technology hardware and software. We should only use these company assets for legal and business appropriate reasons. You should always protect access to company information and devices with a complex password. Company information should never be stored in cloud services not approved by the company.

At all times we should take precautions to protect confidential business information. We should avoid talking about or sharing such information in public areas like airports and restaurants.

Examples of confidential business information are detailed sales information, business targets, product strategy, pending personnel changes, scientific data, e.g. research and development data, manufacturing processes and new business opportunities.

4.4 Accuracy of Company Financial Records

All employees are obliged to report all transactions and disposition of assets. No payment on behalf of SoftOx should be done if we have awareness that the payment or part of the payment is for any purpose other than what is described at the invoice/documentation.

All employees must follow the travel and expense reporting policy. For further information see our Expense Policies*.

4.5 Use of social media

Social Media gives us a lot of opportunities for communication and collaboration when used properly. Our private profiles may also be associated with SoftOx as a company. Your profile and activities should be consistent with how you wish to present yourself to customers, business partners and colleagues. As SoftOx employees, it is expected that we follow our social media procedure and have the same professional behaviour as in a physical workspace.

5. How we implement, manage and enforce the Code of Conduct

The code of conduct is made available to all employees and contractors through our intranet and web page. Training on the code will be assigned to employees annually. Failure to complete the required training on time may result in corrective actions. For new employees, the code will be part of the on-boarding process.

The code of conduct will evolve as our business and external environment change. Through our compliance program*, the code will be subject to periodic review and updates.

Managers in our Company have leadership responsibility for setting a good example and encouraging an environment for open and honest communication about business ethics without fear of retaliation. The Managers and the Director, Corporate Quality and Compliance must take prompt action when ethical or compliance issues are brought to their attention.

Violations of laws can result in civil or criminal fees for SoftOx and its employees. Other consequences may be loss of business, loss of trust, damaged personal and corporate reputation, and increased risk of safety and environmental hazards.

SoftOx will investigate any suspected failure to comply with our Code of Conduct, our supporting policies and procedures. An employee must cooperate in any investigation in which required. SoftOx reserves the rights to take appropriate corrective action in response to any violations, which may include suspension or other actions up to and including termination of employment.

6. References

- (1) [https://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=CELEX:31997F0625\(01\)&from=EN](https://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=CELEX:31997F0625(01)&from=EN)
- (2) <https://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=CELEX:32018L0843&from=EN>
- (3) The Directive 2010/63/EU
- (4) <https://www.ohchr.org/EN/ProfessionalInterest/Pages/CRC.aspx>
- (5) <https://www.ilo.org/global/standards/introduction-to-international-labour-standards/conventions-and-recommendations/lang--en/index.htm>

(6) https://www.ilo.org/dyn/normlex/en/f?p=NORMLEXPUB:12100:0::NO::P12100_INSTRUMENT_ID:312280

(7) Regulation (EU) 2016/679 General Data Protection Regulation, <https://gdpr-info.eu/>

*These guidelines and policies are not finalized