



SUPEROFFICE CODE OF CONDUCT



DOING IT THE RIGHT WAY

Driven by a passion for customer relationship management (CRM), SuperOffice is one of Europe's leading suppliers of CRM solutions to the business-to-business market. Established in 1990, SuperOffice operates and has customers in several countries in Europe.

Our CRM software supports the individual user, teams and companies in achieving higher sales, marketing and customer service productivity. To ensure that our product brings value, we build close relationships with our customers, and always strive to help them grow and improve their business.

We all want to get fair play, that's why we follow and adhere to certain universal, underlying standards of behavior when we do business. It's paramount to treat others and be treated in a just, lawful and ethical way. That's why SuperOffice has a set of its own rules and standards that reflect the company's values and commitments.

We're a pretty down-to-earth company, so you won't be surprised to find out that our corporate values are also very straightforward. We are **honest, sincere, friendly**, and we like to **simplify**.

Honesty means that we will share our thoughts and concerns with you, as much as we share our good news. **Friendliness** is all about being open towards other people and taking the risk of inviting them into a **sincere** relationship. To us, it also means being curious, warm, and inviting toward people we don't know well, and relying on people we do know. Our last core value is **simplification** – we know that your success is our success, and when it's simple for you, it is simple for us.

Simply put, we're open and transparent in letting you know what to expect from us. Also, we will do everything to deliver on our promises.

Doing things right is one of our most important values at SuperOffice. Not only does it mean that we provide a product that is well made, fairly priced and of exceptional quality, but it also means that our every step is taken with ethics and integrity in mind. We monitor our entire operation for compliance with our Code of Conduct and commit to acting in a sustainable and socially responsible manner while complying with all applicable legal requirements, wherever SuperOffice operates.

Doing things right is not an option at SuperOffice, it's the rule. Working here means making a commitment to uphold our company values and following the Code of Conduct outlined in this document.

Thank you for upholding our values and helping us be the best version of ourselves. This Code of Conduct applies to everyone we get in touch with – our employees, suppliers, partners, owners, and customers.



Gisle Jentoft
CEO





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The guidelines and expectations set out in this Code of Conduct apply to each individual, team and related affiliate within SuperOffice, and all business partners are expected to adhere to standards that are consistent with SuperOffice ethical requirements.

1. PERSONAL CONDUCT

We expect all employees and our business affiliates to be familiar with and comply with the Code of Conduct, as well as with legal and regulatory requirements that apply to their area of responsibility. We expect them to act with integrity and always treat colleagues and business partners with respect, and to seek guidance (from the closest manager, colleagues or compliance/legal function) if in doubt about requirements or when presented with an ethical dilemma. Leaders have an extra responsibility for ensuring that they lead by example and are ambassadors. Violation of the Code of Conduct may result in corrective actions depending on the nature of the violation. In case of violations, reports outlining the situation, consequences and corrective actions should be shared with the relevant manager or channel.

1.1 Decision making

When making a decision, ask yourself the following:

- Is it legal?
- Does it comply with the Code of Conduct?
- Does it reflect our company's values and ethics?
- Does it respect the rights of others?
- Should I check with my manager or the compliance function to verify my thinking?

If you are unsure about any of the answers, just ask.



1.2 Conflicts of Interest

A conflict of interest may occur when an employee's personal activities, investments or associations compromise their judgment or ability to act in the company's best interests. Employees should avoid the types of situations that result in conflicts of interest. It's important for employees to disclose to their manager any relationships, associations or activities that could create actual, potential, or even perceived conflict of interest. In situations where a conflict of interest is present, or where there is uncertainty whether a situation qualifies as a conflict of interest, the immediate manager should always be consulted for advice on how to proceed.

1.3 Confidentiality

The company and its employees are committed to keeping all proprietary information confidential. We are committed to safeguarding all information in our possession, both electronic and manual. Confidential information shall be protected according to information security requirements, and the duty of confidentiality continues after your employment or other contractual relationship with SuperOffice has ended. Proprietary information includes all non-public information that might be harmful to the company and its customers and business partners if disclosed.

Confidential information can include:


- Customer lists
- Supplier lists
- Pricing information
- Terms of contracts
- Company policies and procedures
- Financial statements
- Marketing plans and strategies
- Trade secrets
- Any other information that could damage the company or its customers or suppliers if it was disclosed

1.4. Discrimination, bullying, harassment and speaking up

At SuperOffice, we embrace diversity and are committed to fostering an inclusive workplace where everyone can be themselves and thrive. We work actively to ensure a healthy working environment that centers around respect and inclusion and is free from intimidation and harassment.

We treat each other and our external stakeholders with mutual respect and dignity. We do not tolerate any form of discrimination, harassment or exclusion based on gender, religion, national or ethnic origin, cultural background, social group, disability, sexual orientation, marital status, age, political opinion or any other protected class.





We do not tolerate any form of verbal or physical harassment. This includes actions that create an intimidating or hostile working environment, and/or sexual harassment, which includes all forms of unwelcome verbal, nonverbal or physical conduct of a sexual nature.

All employees have the right to voice their concerns and we encourage employees to report any possible violations of this Code of Conduct, as well as any other violations of law or company policy. This is important for SuperOffice to be able to take appropriate action and to ensure a healthy working environment for all employees.

If an employee wishes to speak up, they should raise their concerns as soon as possible through the available channels which include the employee's immediate manager or local leader, the Head of People, or SuperOffice's external whistleblowing service, operated by BDO AS in Norway. Concerns can be reported to the whistleblowing service anonymously. The whistleblowing form can be found [here](#).

In addition, employees also have the right to report to regulatory authorities or other public authorities (such as local Labor Inspection Authority, Data Protection Authority and the police).

Employees who report concerns in good faith will not be subjected to any acts of retaliation including:

- Unfair dismissal, demotion or suspension,
- Unfair denial of a promotion, transfer or other employment benefits,
- Bullying and harassment, either in person or online,
- Exclusionary behavior,
- Any other behavior that singles out the person unfairly.

1.5 Health and Safety

We plan and act to prevent injuries and work systematically to manage risks. No activity is important enough to be conducted with hazard to life and health. The company conducts business in accordance with applicable health and safety requirements and strives for continuous improvement in its health and safety policies and procedures.

All employees are expected to perform their work in compliance with applicable health and safety laws, regulations, policies and procedures and always apply safe work practices in all locations.

Applicable safety and health requirements must be communicated to visitors, customers or contractors at any company location.

Employees are required to immediately report workplace injuries, illnesses or unsafe conditions.



1.6 Gifts and Entertainment

While gifts and entertainment among business associates can be appropriate ways to strengthen ties and build goodwill, they also have the potential to create the perception that business decisions are influenced by them. The company is committed to winning business only on the merits of its products, services and people, and complies with all legal requirements for giving and receiving gifts and entertainment.

When receiving or offering a gift, hospitality or courtesy, employees in SuperOffice should always consider:

- Whether it is business related
- Whether it could be, or appear to be, corruption or bribery
- Whether it is transparent
- Whether it potentially could affect a business decision, or could appear to affect a business decision
- Whether it is modest and proportionate to the business activity, and not extravagant

Employees may accept occasional unsolicited personal gifts of nominal value, such as promotional items, and may provide the same to customers and business partners.

Employees must:

- Ensure that they follow regulations in the relevant country
- Consider the business partner's internal rules and guidelines
- Be especially aware and careful under certain circumstances such as bidding processes, tenders, and other situations where bribes could potentially lead to a business advantage
- Follow internal guidelines for gifts, hospitality and other relevant courtesies

When in doubt, employees should check with the CFO before giving or receiving anything of value.

1.7 Charitable Contributions

All potential requests and applications for charitable donations should be shared and discussed with either local or group management. SuperOffice offers sponsorships across a variety of areas, but individuals are not allowed to enter such agreements on behalf of the company. SuperOffice has a long history of providing charitable donations, both directly, but also through offering our CRM software to organizations that work with “things that matter”, work which improves society.

A need to engage in things that matter

In SuperOffice we believe in simplifying our customers' lives with our product. In line with this value, our shareholders, management and employees decided that we should engage with local organizations doing good things for the less fortunate people. Therefore, we decided to reach out to the organizations that are engaged in non-political and non-profit activities aimed at making life easier for people or animals in challenging situations.





The result is our “Do Stuff That Matters” program

We realized that what we can do is offer a solution that simplifies things that matter. Our CRM solutions help organizations become more professional, structured, effective and, in the end, more successful at what they do. The truth is that non-profit organizations who try to help others often have limited funds. Yet they have the same needs as any other professional business – they too need to automate and digitize their operations, and overall work smarter. And that’s how the program “Do Stuff That Matters” was born.

The essence of our initiative

The “Do Stuff That Matters” program offers free usage of our cloud solution – SuperOffice CRM Online – to an organization with up to 30 users for a period of 3 years. The offer includes 5 days of free consultations performed by our top professionals who will help an organization to get started. Each year, we accept one new organization in each market that we operate in. Our aim is to make a real difference by creating a more efficient and structured work process for a non-profit, non-political humanitarian organization, because at SuperOffice, we are proud to simplify things that matter!

2. COMPLIANCE AND INTEGRITY

SuperOffice is committed to transparency, verifiability and accuracy in all our dealings, while respecting our confidentiality obligations. We have a strong focus on corporate governance, and we maintain insider lists for people with inside information related to our financial position and performance. If you are added to SuperOffice Group AS insider list, you are subject to the following relevant duties and responsibilities.

2.1 Record keeping

Our records are clear, accurate, and complete. Our stakeholders rely on accurate and easily comprehensible information to understand our financial results, where we are heading as a company, and to have confidence in that direction. Keeping accurate records is critical to maintaining investors’ trust, making good business decisions, and meeting our regulatory obligations. Details regarding the GDPR are outlined later in this document.

2.2 Building trust

How we build trust:

- We honestly and accurately record business information and report financial transactions, following applicable laws, regulations, and accounting practices
- We are transparent about our commitments to our partners and customers, and our written contracts reflect the actual state of affairs
- We don’t make side agreements or other “off-the-books” arrangements



- We use standard agreements and contracting processes or get approval for custom terms
- The CEO, CFO, Group Controller and other employees in the finance organization comply with the SuperOffice Finance and Accounting guidelines

2.3 The Transparency Act

The Transparency Act gives insight and transparency to the consumers regarding human rights and working conditions related to production of goods and the provision of services. Enterprises will need to disclose information about how they address actual and potential negative impacts on human rights and work conditions.

SuperOffice supports the Transparency Act with the laws and requirements that come with it, including, but not limited to:

- Complying with International Labor Organization's Declaration on Fundamental Principles and Rights at Work
- Not accepting any form of forced labor, including labor based on human trafficking
- Respecting employees' rights to form and join trade unions, and equally their right to remain non-unionized
- Not accepting child labor and not employing children under the age of 16
- Carrying out due diligence following the OECD Guidelines for Multinational Enterprises
- Providing information to relevant stakeholders

Following up on our Suppliers' Code of Conduct to ensure that our suppliers meet the requirements outlined in the policy.

2.4. Human Rights

SuperOffice is committed to supporting all internationally recognized human rights and work to prevent human rights breaches both in our operation and value chain. We strive to ensure close relationships with both customers and suppliers, enabling us to have a high degree of insight into the way they both operate within their own organization, but also in their value chain. We document our work within human rights as a part of our yearly documentation related to the Transparency Act.

2.5 Training and awareness

SuperOffice commits to ensuring that all employees in the company are trained and onboarded to our Code of Conduct, and that all employees conduct regular training to ensure compliance. We expect our business partners to perform the same training and awareness within their organization and relevant business community.



3. SECURITY

SuperOffice is a software company and ensuring that our customers' data is safe is a key objective for the entire organization. A detailed overview of how we work with data security, cyber security, GDPR, confidentiality of information and processing of personal data can be reviewed on the trust center via our website www.superoffice.com.

3.1 Governance in SuperOffice

SuperOffice Quality Management System (SQS) is built on the structures of ISO standards, as well as on the GRC principle: Governance + Risk management + Compliance.

The processes established and executed by the SuperOffice's Board of Directors are reflected in the organization's structure and how it is managed and led toward achieving our goals.

SuperOffice SQS currently covers the Information Security Management System for all internal systems and the SuperOffice CRM Online cloud service offered to customers. Furthermore, SQS covers all processes related to privacy mandated by the General Data Protection Regulation (GDPR).

3.2 Risk Management

An overall risk assessment is implemented in relation to information objects and is updated periodically. Our approach to security is based on risk assessments according to Article 24 in the General Data Protection Regulation (EU-GDPR) and ICT regulations.

Risk management is a set of processes through which SuperOffice management timely and appropriately identifies, analyzes and responds to risks that might adversely affect the realization of our organization's business objectives. The response to risks typically depends on their perceived gravity and involves controlling, avoiding, accepting or transferring them to a third party.

We manage a wide range of risks: technological risks, information security risks, commercial/financial risks, and external legal and regulatory compliance risks.

3.3 Information Classification and Control

It is important that breaches of confidentiality and insufficient integrity of information do not occur. It is, therefore, important that we protect information based on its criticality. That is why all main information and assets are registered and assigned to a designated owner.

The information is also classified to enable the application of necessary and appropriate security controls. The information owner is responsible for maintenance and continuous application of approved and appropriate checks and improvements.





3.4 Compliance

SuperOffice follows the legal requirements provided by the EU in the Regulation 2016/679 of the European parliament and of the council of 27 April 2016 on the protection of persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation – GDPR). The U.S.-based services are certified under the EU-U.S. Privacy Shield Framework, and/or the U.S. - Swiss Safe Harbor Framework. All SuperOffice data is stored in Europe.

4. ANTI-CORRUPTION

SuperOffice does not tolerate any form of corruption or bribery and works to prevent corruption in all its forms. This includes to offer, give, receive, or solicit any bribes or other means to obtain any improper benefit or advantage.

4.1 Competition, Fair Dealings and Antitrust

We apply high commercial ethical standards and compete within the framework of competition rules in the markets in which we operate. This applies in relation to competitors and suppliers as well as to customers. While SuperOffice competes for new business, our relationships with business partners are built on trust and mutual benefits, as well as being compliant with competition/antitrust laws.

SuperOffice Employees are required to:

- Communicate the company's products and services in a manner that is fair and accurate, and that discloses all relevant information,
- Refrain from price fixing, bid rigging, and any other anticompetitive activities,
- Use only publicly available information to understand business, customers, competitors, business partners, technology trends, and regulatory proposals and developments,
- Advise their manager immediately of possible violations of fair competition practices.

4.2 Bribery and Facilitation Payments

SuperOffice will not attempt to influence judgement or behavior of a person in a position of trust by paying a bribe or a kickback. This applies both to people in government and in private business.

SuperOffice does not permit facilitation (or "grease") payments to government officials or private businesses in order to secure or speed up routine actions.

SuperOffice employees are to:

- Select third parties carefully and monitor them continuously to ensure they comply





with our anti-bribery policies described in our Code of Conduct,

- Keep accurate books and records at all times and monitor that funds are not being used for bribery or facilitation payments,
- Refuse any offer or request for an unlawful payment and report the incident to the CFO.

4.3 Money Laundering

We shall only conduct business with partners involved in legitimate business activities with funds derived from legitimate sources. The company complies with anti-money laundering laws. Money laundering is the process of concealing illicit funds by moving them through legitimate businesses to hide their criminal origin.

Employees must never knowingly facilitate money laundering or terrorist financing and must take steps to prevent inadvertent use of the company's business activities for these purposes. Employees are required to immediately report any unusual or suspicious activities or transactions.



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