

A photograph of two wind turbines against a sunset sky, with a dark blue geometric overlay on the left and bottom. The turbines are white with three blades each, and the sky is a mix of orange, yellow, and light blue.

# Code of Conduct

Arendals Fossekompani ASA

Version no.	Date implemented	Changes
1.3	10 July 2025	Update to reflect new responsibilities for implementation of policy
1.2	7 November 2024	Update with clarification on responsibilities according to CSRD (Directive EU 2022/2464)
1.1	9 February 2023	Minor changes, including related to Åpenhetsloven (the Norwegian Transparency Act)
1.0	15 December 2020	New Code of Conduct: this document replaces the previous document "Etiske retningslinjer (Code of Conduct)" that was adopted by the Board of Directors on 14 February 2019

#### Approved by

Arendals Fossekompani's Board of Directors

# 1 Introduction

Arendals Fossekompani ASA's ("Arendals Fossekompani", "the company") vision is to create sustainable values and robust growth. This shall be accomplished by combining robust and innovative business operations with a strong focus on sustainability. A good culture is fundamental to Arendals Fossekompani's business.

This Code of Conduct has been developed and adopted to ensure that the company's vision and high ethical standards are complied with by anyone associated with it. The Code of Conduct shall act as a guide to help to fulfil the company's ethical standards and the self-evaluation required to meet them; it is a pillar of the company's identity. It is each employee's own responsibility to respect and act in compliance with the Code of Conduct. Every employee shall receive training in the Code of Conduct and associated policies and procedures.

## 2 Scope of the Code of Conduct

The Code of Conduct applies to all employees, including hired-in personnel, consultants, agents, elected representatives, board members and any other person acting on behalf of or representing Arendals Fossekompani (hereinafter referred to as "employees").

We also expect our customers, suppliers, and other business partners (also referred to as "third parties") to adhere to ethical guidelines of standards consistent with this Code of Conduct. When entering into agreements with third parties, Arendals Fossekompani can require that this framework is included in the agreement, either by the third party adhering to Arendals Fossekompani's Code of Conduct or Business Partner Code of Conduct, or by providing the third party's adopted code of conduct for assessment and approval by Arendals Fossekompani.

Corresponding ethical guidelines shall be sought to be implemented, with any company-specific additions, in subsidiaries where Arendals Fossekompani holds an ownership interest of more than 33%, and shall be implemented where Arendals Fossekompani holds an ownership interest of more than 50%. Board members appointed by Arendals Fossekompani in other companies shall actively work towards the implementation of corresponding ethical guidelines.

### 2.1 Employees' responsibility

Our employees are expected to familiarise themselves with this Code of Conduct and to conduct their duties in compliance with the principles set out herein. In doing so, our employees shall use good judgement and seek guidance from their manager or others as set out herein when necessary.

### 2.2 Responsibility of Board of Directors and Executive Management

The Code of Conduct has been adopted by the Board of Directors of Arendals Fossekompani. The Board of Directors of Arendals Fossekompani shall periodically receive reports on compliance within the Arendals Fossekompani Group.

The Chief Financial Officer of Arendals Fossekompani is responsible for the implementation of the Code of Conduct and monitoring its operational effectiveness, including ensuring appropriate and ongoing communication and training in the Code of Conduct and associated policies and procedures. The Executive Management shall regularly consider whether the Code of Conduct is sufficiently implemented and complied with within the company.

The Chief Financial Officer shall ensure that the Code of Conduct is updated to reflect amendments of applicable laws, regulations and procedures.

### 3 Consequences in case of violations of the Code of Conduct

Violations of this Code of Conduct and other applicable laws and regulations may expose both the company and individuals to civil and/or criminal liability.

Violations will not be accepted, and appropriate measures will be taken if they occur. Founded allegations or any evidence of violations will be investigated and will result in disciplinary action if allegations are shown to be correct. Disciplinary actions may range from a written warning to dismissal.

Violations may also be reported to the authorities, and Arendals Fossekompani may support official investigations where relevant.

### 4 Compliance with laws and regulations

Employees shall invariably comply with laws and regulations that apply at any given time, and other relevant ethical guidelines as applicable in the countries in which the company operates. In the event that there are differences between laws and regulations and the standards set out in this Code of Conduct, the strictest rules shall be applied to the extent this does not violate applicable laws and regulations.

A central part of our policy is also to comply with internationally accepted guidelines and conventions adopted by the United Nations and the OECD, including those referred to in the Corporate Sustainability Reporting Directive such as the International Bill of Human Rights, the UN Convention on the Rights of Persons with Disabilities, the UN Declaration on the Rights of Indigenous Peoples, the International Labour Organisation's Declaration on Fundamental Principles and Rights at Work, the European Convention for the Protection of Human Rights and Fundamental Freedoms, the European Social Charter, the Charter of Fundamental Rights of the European Union, and any other fundamental conventions of these organisations. Arendals Fossekompani's implementation of its obligations in this regard shall be reported and communicated in accordance with applicable legislation.

## 5 Guidance and reporting

This Code of Conduct provides guidance and principles for ethical behaviour. The Code of Conduct does not, however, answer all questions our employees may have. Hence, it is important that our employees use good judgement, and in the case of uncertainty, seek guidance from their line manager. If considered necessary, employees may also reach out to Arendals Fossekompani's Chief Financial Officer.

Employees and business partners are encouraged to immediately report any concern if they suspect or witness any unethical conduct, or a breach of this Code of Conduct or of other policies and applicable laws. Employees should also be aware that they may have a duty to report concerns under their employment contract or applicable laws.

As a general rule, concerns should be reported to the employee's line manager, through the internal page of our third party provider (mittvarsel.no) or to Arendals Fossekompani's Chief Financial Officer. Concerns may also be reported to the public authorities, if necessary. Arendals Fossekompani expects all employees to be familiar with the Whistleblowing Policy, which provides detailed guidance on what to report, who to report to, and what to expect in the whistleblowing process at Arendals Fossekompani. The Chief Financial Officer is responsible for ensuring that all employees receive adequate and regular training in the Whistleblowing Policy. Arendals Fossekompani also has a procedure in place for the handling of concerns which shall be followed in the event of a whistleblowing case.

We encourage our portfolio companies, suppliers and business partners to report to Arendals Fossekompani any issues of concern. When appropriate, employees of portfolio companies, suppliers and business partners may use Arendals Fossekompani's third party provider for whistleblowing (mittvarsel.no), and we expect that these individuals should have access to training in the Whistleblowing Policy. Anyone who reports such matters will be protected from retaliation. Every report will be taken seriously and will be handled in an appropriate manner. Whistleblowers are entitled to confidentiality in accordance with applicable laws.

## 6 Sustainability, our people and the workplace

### 6.1 Human rights and decent working conditions

Arendals Fossekompani is committed to respecting human rights in all parts of our operations. This includes, inter alia, the principles set out in the Universal Declaration of Human Rights, the International Labour Organization's (ILO) Declaration on Fundamental Principles and Rights at Work, and the OECD Guidelines for Multinational Enterprises.

Arendals Fossekompani does not accept any form of forced labour, or that any children below the lawful minimum age for admission to employment be engaged in our business. If persons below the age of 18 are involved, we require that special precautions be taken to safeguard their health,

security and rights. Persons below the age of 18 shall not perform dangerous or night work, and their work shall not inflict damage on their education or development.

Employment shall be voluntary and without any form of threat. Arendals Fossekompani does not accept any limitations to the right of employees to organise themselves. Such rights shall be exercised without any retaliation or threats of retaliation.

This zero-tolerance policy also applies to Arendals Fossekompani's suppliers, business partners and subsidiaries.

## 6.2 Our work with respecting human rights and decent working conditions

In accordance with the Norwegian Transparency Act, Arendals Fossekompani shall anchor responsibility for respecting fundamental human rights and decent working conditions in the policies of the company. The CEO is responsible for ensuring compliance with the Transparency Act in Arendals Fossekompani.

Arendals Fossekompani shall consistently map and assess the actual or potential impact on human or working rights that Arendals Fossekompani has contributed to or caused. Arendals Fossekompani shall also implement measures to cease, prevent or limit negative impacts. Arendals Fossekompani shall have policies and procedures for the implementation and control of measures. The process, results and plans for respecting human and working rights shall be communicated to stakeholders to build trust in Arendals Fossekompani's responsibility and to demonstrate the company's values. Arendals Fossekompani shall also ensure remediation and compensation where this is required.

Due diligence shall be conducted regularly and at least once a year and shall be proportionate to Arendals Fossekompani's size and character, including the severity and probability of negative impact. Arendals Fossekompani shall also aim to have a positive impact. Appropriate internal and external communication, and the possibility to report concerns anonymously, shall contribute to ensuring trust between Arendals Fossekompani and its business partners. Information requests shall be handled in compliance with the Transparency Act.

All employees shall receive training to enable them to exercise their roles and responsibilities according to the Transparency Act. This may include training in due diligence assessments, particular areas of concern, and work with reducing and managing negative impacts.

## 6.3 Environment

Arendals Fossekompani complies with applicable environmental legislation, and we aspire to conduct our business in a sustainable manner. This entails that we will always seek to find solutions that will minimise our negative environmental impact. As outlined in our Environmental Policy, Arendals Fossekompani is committed to contributing to the environmental objectives set out in the Paris Agreement. We support the precautionary principle with regard to environmental issues and aim to be a driving force for new and more environmentally friendly technology.

Risk assessments on Arendals Fossekompani's actual or potential impact on the environment, including on climate-related issues, shall be conducted regularly and at least once a year. On issues that are found to be material to the company during annual double materiality assessments, Arendals Fossekompani will monitor impacts, including changes year-on-year and, where applicable, interventions or target-setting involving relevant employees.

## 6.4 Transparency and trust

Arendals Fossekompani and its employees shall strive for a workplace characterised by transparency, honesty and trust, which is important for motivation and well-being. This will contribute to both attracting and retaining valuable employees while also facilitating an inclusive and productive working environment. It is a clear objective that all employees should be able to discuss anything with their line manager without feeling insecure. The same objective applies in the relationship between Arendals Fossekompani and its existing and potential business partners. It is a priority for Arendals Fossekompani to ensure dialogue and trust in Arendals Fossekompani's handling of concerns and issues so that we can have increased insight in our business operations and have the opportunity to have a positive influence.

It is expected that our employees should act respectfully towards each other, customers and business partners. Unreasonable intervention in an individual's performance of their duties and responsibilities shall be avoided.

Employees must not violate any laws, regulations or the Code of Conduct in aspiration of appraisal or in loyalty to Arendals Fossekompani.

## 6.5 Health, safety and environment (HSE)

Working at Arendals Fossekompani shall be safe and secure. Arendals Fossekompani complies with relevant laws and regulations and has established a system for HSE and internal controls. The system shall be evaluated periodically and developed to minimise specific risks and accidents related to the workplace. Arendals Fossekompani strives for an injury-free and health-promoting environment. Employees shall always wear protective equipment appropriate to their respective work tasks. Arendals Fossekompani is required to provide adequate training to ensure that all employees are familiar with the relevant health and safety standards for their work.

Risk assessments on Arendals Fossekompani's actual or potential impact on operational matters, including on HSE, shall be conducted regularly and at least once a year. On issues that are found to be material to the company during annual double materiality assessments, Arendals Fossekompani will monitor impacts, including changes year-on-year and, where applicable, interventions involving relevant employees.

## 6.6 Diversity and inclusion

Arendals Fossekompani has a zero-tolerance policy for discrimination, bullying and harassment at the workplace and in recruitment processes.

Discrimination on the basis of age, gender expression, sexual orientation, disability, ethnicity, nationality, political opinion, religion or on any other basis is prohibited by law, and must not occur. This applies to employees, shareholders, board members, customers, suppliers and other business partners. Respect for the individual is fundamental at Arendals Fossekompani. All individuals shall be treated with respect and dignity.

Arendals Fossekompani strives to create a working environment without any form of bullying or harassment. This is a shared responsibility, and it is important that each and every employee be observant of and report any incidents of unwanted behaviour. In the event of discrimination, bullying or harassment of any employee, Arendals Fossekompani will take the situation seriously and implement appropriate measures.

Arendals Fossekompani aims for diversity when it comes to gender expression, age, background and expertise. This shall be considered in recruitment, and in designation of members of management and other bodies. Arendals Fossekompani's view is that diversity provides a broader perspective and is important to achieve our long-term goals. We therefore involve employee representatives from different departments and from the management in our work for diversity. The Board of Directors shall oversee and assess this work in relation to the annual reporting on metrics and progress against targets. In order to work towards this objective Arendals Fossekompani focuses on specific measures emerging from any risks and negative impacts that are identified, in accordance with our reporting requirements.

# 7 Integrity and anti-corruption

## 7.1 Loyalty and integrity

Employees shall act with loyalty with regards to Arendals Fossekompani's ethical values and guidelines, towards colleagues and managers and shall avoid conflicts of interest that might harm Arendals Fossekompani as a company.

Employees at Arendals Fossekompani must maintain a high ethical standard, both in business and personal contexts, when performing their tasks and responsibilities in the company's interests. Board members and employees shall act fairly and with honesty and integrity towards other employees, the public, business partners, shareholders, customers, competitors, and public authorities.

When representing Arendals Fossekompani, board members and employees must not seek to achieve unjustified benefits by manipulation, cover-ups, misuse of confidential information, wrongful presentation of facts, or by any other means.



Employees must not use the company's name, business contacts, or in any other way take improper advantage of their position in Arendals Fossekompani by making personal investments or any other personal activities.

## 7.2 Conflicts of interest

It is important to ensure that all business-related decisions made by our employees are made in the interests of the company, and that our employees are not put in a position where their integrity is subsequently questioned. Our employees and representatives shall always act impartially in all business matters, and shall avoid all conflicts of interest.

It is therefore important that no one participates in business decisions regarding matters that have substantial personal or economic significance for the individual or persons closely associated to them.

A conflict of interest is considered present if a business decision involves an individual that is in the employee's immediate family (spouse, siblings, children, grandchildren, parents or grandparents) or the immediate family of such persons, or a company in which they hold an ownership interest which is not considered insignificant.

Transparency is key in handling situations that potentially include conflicts of interest. An otherwise unproblematic situation if being dealt with openly, may raise serious questions about the employee's integrity if handled in a non-transparent manner. Hence, where an employee suspects that a situation could create a conflict of interest, or even the appearance of such a conflict, they should disclose this to their manager in writing. If it is considered to be a conflict of interest, the employee is obliged to immediately withdraw from further involvement with the case.

## 7.3 Anti-corruption

Arendals Fossekompani has zero tolerance for any form of corruption or bribery, and is committed to the fight against corruption through raising awareness and preventative activities. Each and every employee is required to comply with applicable anti-corruption and anti-bribery laws and regulations in Norway and in other countries in which we operate, with no exceptions.

Corruption is generally understood as either directly, or indirectly through a third party, offering, giving, accepting, receiving, requesting or agreeing to receive an improper advantage of any kind. An improper advantage is an advantage which may be considered to influence the proper performance of a position or function or which has no legitimate business purpose. Monetary gifts, travels, access to assets, discounts or favourable terms, loans, and work-offers for a family member can be examples of improper advantages. There are particularly large risks associated with providing any form of advantage or benefit to a public official. Some specific topics in this regard are described in sections 7.4, 7.5, 7.6 and 7.7.

Risk assessments on Arendals Fossekompani's actual or potential compliance-related issues, including those related to corruption, shall be conducted regularly and at least once a year. On issues

that are found to be material to the company during annual double materiality assessments, Arendals Fossekompani will monitor any risks and impacts, including changes year-on-year and, where applicable, interventions or target-setting involving relevant employees.

Any suspicion of corruption, bribery, facilitation payments or similar actions must immediately be reported in accordance with Arendals Fossekompani's Whistleblowing Policy. Violations of corruption laws, regulations and guidelines may lead to immediate dismissals and reporting of the matter to the authorities.

## 7.4 Gifts, hospitality and discounts

The offering, giving, acceptance or receipt of gifts, hospitality and discounts may be regarded as corruption in certain situations. It may be difficult to draw the line between what is a reasonable and bona fide expenditure, and what is an unreasonable and consequently improper expenditure made to influence another person. Hence, gifts, hospitality, and discounts present significant risks related to bribery.

**Gift:** A gift can be anything of value, and the value does not need to be high. Irrespective of their value, gifts may have the appearance of an advantage. Without prior written approval from an employee's line manager, gifts shall never be offered, given, accepted or received. An exception is promotional items of minimal value, or other minor gifts with a value below NOK 500 (not cash, gift cards or similar) if the gift is given as thanks for contribution to events, meetings, courses or such, or if it would be disrespectful not to accept the gift. Gifts should always have a reasonable and proportionate value even after written approval from the employee's line manager.

**Discounts:** Employees shall not accept discounts for personal purchases of goods or services from business relations unless the discount scheme applies to all employees and the scheme is known to the CEO or Chair of the Board.

**Hospitality:** Acceptance of hospitality and entertainment, such as lunches, dinners and tickets to certain events, must be done with precaution. Accepting hospitality may only be acceptable if there is a clear business rationale behind it, the host is present (otherwise it will be regarded as a gift and the guidelines above will apply), and the cost of such hospitality is reasonable. Food, beverages, travel, entertainment and accommodation expenses for our employee's participation at third party events shall as a general rule be paid for by Arendals Fossekompani.

Our employees must exercise caution and good judgement when offering or accepting hospitality, which shall always be moderate and reasonable in light of the country Arendals Fossekompani is operating in. The cumulative effect of multiple events of hospitality shall be taken into account. The line manager shall be consulted in advance in case of uncertainty whether hospitality may be accepted or offered.

Gifts, hospitality, entertainment, discounts, and other such gestures shall not place the recipient under any obligation, and it should be ensured that no expectations are created. No gift shall be received or offered if this may raise concerns in relation to the employee's integrity and

independence. Given that the nature of the gift or hospitality must be appropriate with a view to the relationship between the giver and receiver, our employees may never request or solicit gifts or hospitality from business relations or third parties seeking to do business with Arendals Fossekompani. No gifts or hospitality shall be given or received whatsoever if the gift or hospitality could influence or be perceived to be capable of influencing a procurement and sales process, contract negotiation or transaction. Exceptions can be made for simple meals, shared transporting costs and so on, provided that there are practical reasons, the value is moderate and not suited to influence the employee's integrity or independence.

All gifts, hospitality and entertainment must be registered in Arendals Fossekompani's Gifts and Hospitality Register. This includes gifts and hospitality that have been offered, but were declined or returned.

## 7.5 Facilitation payments

A facilitation payment is generally understood as a small unofficial payment made to secure or expedite the performance of a routine or necessary action to which the payer of the facilitation payment has legal or other entitlement. The payment is usually a cash payment, but could also involve other benefits or favours.

Facilitation payments are considered to constitute bribes as they provide an advantage to induce or reward the person (usually a public official) to give preferential treatment or to refrain from performing a task or doing so improperly. Consequently, we do not allow for facilitation payments to be paid no matter how small these may be.

However, if an employee genuinely feels that their own or another person's life, health or safety is at risk, and has no other alternative but to make the facilitation payment, the employee may pay the minimum amount possible to remove the risk. Any such situations must be reported to the employee's line manager as soon as possible.

## 7.6 Donations and sponsorships

A particularly large risk may be associated with donations and sponsorships as this entails giving potentially large gifts without any clear business purpose, and the degree of transparency of recipient organisations may vary.

Arendals Fossekompani may not sponsor or donate to any religious or political groups, organisations or candidates. Sponsorships and charitable donations may be given in accordance with clear, legitimate and publicly available criteria only. Charitable donations and sponsorships shall not be made where they could influence the decision-making process of public authorities. Internal guidelines shall be followed in any case, including established routines for Arendals Fossekompani's sponsorship and relevant instructions.

## 7.7 Political engagement and lobbying

In the conduct of work and work-related activities, Arendals Fossekompani's employees might be required to engage with public authorities. Employees should always uphold the high standards of ethics and integrity outlined in this Code of Conduct, including in those settings, and any person representing Arendals Fossekompani shall refrain from making public statements in support of any political party on behalf of the company.

Any interaction that could be construed as lobbying - defined as the attempt to alter the contents or timing of any government decision-making or regulation - shall be overseen by the Board of Directors on an ad hoc basis. In accordance with the OECD Guidelines for Multinational Enterprises on Responsible Business Conduct, Arendals Fossekompani shall refrain from seeking or accepting exemptions not contemplated in the statutory or regulatory framework related to human rights, environmental, health, safety, labour, taxation, financial incentives, or other issues.

## 7.8 Loans and guarantees

Employees and persons closely associated to them shall not without prior written consent from the Chair of the Board accept loans or guarantees from any of the company's business partners. Exceptions to this are loans and guarantees on market terms from partners who issue such loans and guarantees as a regular part of their business activity, or loans and guarantees on employee terms which a person closely associated to an employee has received in light of their own employment.

## 7.9 Money laundering

Money laundering occurs when the criminal origin or nature of money or assets is hidden in legitimate business dealings or when legitimate funds are used to support criminal activities.

Arendals Fossekompani opposes all forms of money laundering in our operations. In order to avoid being involved in money laundering, our employees must ensure that adequate background checks (integrity due diligence) are conducted to confirm the identity and ownership of business partners when this is considered necessary.

## 7.10 Use of third parties (including agents and consultants)

Third parties are business associations such as suppliers, business partners, investors, customers, consultants, advisors and others associated with Arendals Fossekompani's business, products or services.

Arendals Fossekompani shall ensure appropriate management of third parties in accordance with applicable internal policies and procedures. What constitutes appropriate management shall always be adjusted to the specific risk, and could include measures such as background checks, internal approval processes and mechanisms for ongoing due diligence and control, in order to minimise risk.

Some third parties are considered to involve increased risk of incidents such as breaches of this Code of Conduct or applicable laws and regulations, particularly if they directly or indirectly are

authorised to act on behalf of Arendals Fossekompani or Arendals Fossekompani's portfolio companies towards government officials, customers, authorities or other decision-makers. International transactions show that third parties, including agents and consultants ("agents"), may be used to conceal the payment of bribes to foreign officials in international business transactions. Agents are usually not under the same control and scrutiny as a company's own employees. Agents shall therefore be considered to involve increased risk and engagement of agents shall always be subject to Arendals Fossekompani's procedures and subject to prior approval by the CEO.

Third parties shall only be engaged if no substantial issues of concern have been uncovered during the due diligence and control measures. Arendals Fossekompani requires prior approval by the CEO in cases of increased risk and a) if the third party may engage other parties on behalf of Arendals Fossekompani, b) if the engagement is outside the ordinary course of business or c) if it relates to any dealings or contacts with public officials.

The following shall always be assessed prior to engagement of third parties:

- The third party's competence and qualifications,
- Business associations,
- Political exposure,
- Payment structure, and
- Minimum requirements for integrity due diligence.

Any agreements with such third parties shall:

- be in writing,
- specify the services to be performed in detail,
- provide proportional compensation to the services received, and
- comply with a maximum compensation cap set out in the agreement.

## 8 Personal conduct

### 8.1 Duty of confidentiality and information security

All employees must sign a non-disclosure agreement prior to their employment in Arendals Fossekompani. The agreement shall include a duty of confidentiality with regards to all business matters, negotiations, information regarding operations and results, personal data, and other sensitive information that one has become aware by working for Arendals Fossekompani.

The duty of confidentiality also applies to employees that do not require the relevant information to perform their work assignments.

When communicating internal and company-related information, one must be careful to avoid unwarranted disclosure to third parties. Employees are obliged to adhere to the company's information security procedure.

Personal data shall be handled in accordance with the company's privacy policy and applicable privacy laws (including GDPR). Employees with access to personal data shall have a strict duty of confidentiality. Employees must not seek personal information regarding other employees or business associates when it is not necessary for the employee's specific work at Arendals Fossekompani. Personal data obtained through due diligence involves enhanced confidentiality duties with regard to the involved persons and Arendals Fossekompani's possibility to ensure confidential handling of reported concerns.

The duty of confidentiality continues to apply after the termination of employment at Arendals Fossekompani, as long as the information is considered of significance for stock exchange or competition purposes or is in any other way confidential. In the case of resignation or termination of employment, Arendals Fossekompani will consider implementing measures such as quarantine or change of sensitive work assignments for the resignation period.

## 8.2 Communication with media

All inquiries from the media regarding Arendals Fossekompani shall be forwarded to and managed by the CEO. The CEO shall as a general rule handle such inquiries.

All inquiries from the media regarding subsidiaries or business associations in Arendals Fossekompani shall be forwarded to the chair of the board of the company in question. The chair of the board may communicate with the media. The CEO and Arendals Fossekompani's communications lead shall be notified and orientated about such inquiries and how they are acted upon.

## 8.3 Travel expenses and other costs

Employees in Arendals Fossekompani shall be modest when incurring fees at the expense of the company, and shall not cause unnecessary or inadequate costs when traveling and representing the company. All costs must have a clear business purpose.

## 8.4 Use of the company's property and equipment

Company equipment must not be used by employees for private enjoyment or activities that are not relevant for performing work assignments, in particular if such use may constitute a safety hazard.

## 8.5 Alcohol and other intoxicating substances

To be under the influence of alcohol or intoxicating substances during work hours is prohibited. Any use of intoxicating substances that may damage Arendals Fossekompani's reputation must not occur.

Alcohol can be served in limited amounts in situations where this is common practice. Moderation is each employee's own responsibility.

## 8.6 Relationship between employees

In the event of employees becoming romantically engaged, the line manager must be notified if one of the employees has a supervising position towards the other, or if any other circumstances indicate that the relationship might affect the work performance.

# 9 Trading in securities

Arendals Fossekompani is a listed company and is therefore bound by laws and regulations regarding the trade in the company's shares. Employees are required to follow Arendals Fossekompani's instructions on handling of insider information.

Employees or other persons in possession of information that is not public and that may influence the pricing of financial instruments are prohibited from buying or selling shares in Arendals Fossekompani or any listed subsidiaries. Such information constitutes inside information. Inside information shall not be disclosed to individuals outside Arendals Fossekompani, or to individuals in Arendals Fossekompani that have no use for the information for their work assignments. Insider dealing is illegal and may lead to civil and/or criminal liability.

Trading in securities in Arendals Fossekompani or other companies may only be done in compliance with the framework described below and the company's insider instructions.

Any purchase or sale of securities of a company that is subject to this Code of Conduct shall be authorised in advance by the CEO or the Chair of the Board. In connection with a board decision related to potential investments, employees shall on their own initiative inform their line manager of any ownership interest, position or post in the company in question.

Arendals Fossekompani shall have a register over ownership interests in Arendals Fossekompani's portfolio companies that its own employees and persons closely associated with them have. Employees are obliged to disclose relevant information when the Board of Directors requests it.

Provided the abovementioned guidelines are complied with, employees in Arendals Fossekompani and Arendals Fossekompani's subsidiaries may invest in Arendals Fossekompani shares, but not in companies that are included in Arendals Fossekompani's portfolio. An exception applies for publicly listed companies. Employees in subsidiaries may also invest in the company in question if this has been facilitated as part of Arendals Fossekompani's strategy (and must be cleared in advance with the chair of the board of the subsidiary in question). Shares which are not acquired in compliance with these guidelines, but that are acquired prior to adoption of the Code of Conduct, can be kept. Deviations from these guidelines must be approved by the CEO.

## 10 Business conduct

### 10.1 Sanctions and export control

Export control and economic sanctions are becoming increasingly complex and the general trend is that such laws are imposed against an increasing number of businesses and countries. Such laws may impose restrictions over the sale, shipment, electronic transfer, provision, or disclosure of information, software, goods, assets, funds, and services across national borders or involving parties subject to economic sanctions.

Arendals Fossekompani complies with sanctions and export control laws and regulations imposed by the United Nations and major jurisdictions such as the European Union, the United Kingdom and the United States, in addition to other jurisdictions in which Arendals Fossekompani operates.

### 10.2 Fair competition

We are committed to protecting fair and open competition both nationally and internationally. Arendals Fossekompani shall act in compliance with applicable competition laws and regulations and international principles for fair competition.

Arendals Fossekompani will not take part in or support illegal cooperation on pricing, illegal market sharing or any other activity that constitutes a breach of applicable competition laws.

### 10.3 Transfer pricing

Transactions between Arendals Fossekompani and companies which for tax purposes are considered as affiliates of Arendals Fossekompani, including companies in which Arendals Fossekompani directly or indirectly holds an ownership interest of more than 33%, shall be on arms' length terms (transfer pricing). Consequently, the affiliated company shall act as an independent company. This applies to accounting and tax issues in different companies.

### 10.4 Market communication

Arendals Fossekompani has developed an Investor Relations (IR) policy which shall be followed to ensure that shareholders, potential investors and other market participants simultaneously receive correct, relevant and updated information about Arendals Fossekompani and portfolio companies in accordance with applicable laws and regulations. Only the IR responsible and the CEO are authorised to comment and give statements to the market on behalf of Arendals Fossekompani or with information that concerns Arendals Fossekompani, unless specifically agreed with the CEO.

### 10.5 Taxation

Arendals Fossekompani shall have in place internal control measures for management of tax matters and ensure that applicable tax laws and regulations are complied with. The company shall, in line with the expectations in the OECD Guidelines for Multinational Enterprises, publicly disclose information for good tax governance including financial and tax information, group structure information, and information relevant for related party transactions.



## 10.6 Animal welfare

Arendals Fossekompani supports animal welfare and expects its employees to act with respect towards other living beings in the delivery of their work.

## 10.7 Relationships with customers, suppliers and affected communities

Arendals Fossekompani is committed to nurturing positive and fair relationships with our customers, suppliers, and the affected communities in the areas in which we operate.

We seek to be aware of and minimise negative impacts through frequent formal or informal stakeholder engagement, as well as due diligence cycles where relevant. Where possible, we seek to have a positive impact.

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