

Axy7 Corporate Documents

CODE OF CONDUCT

Version 1.0, May 2019



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1. THE CODE OF CONDUCT

This Code of Conduct outlines how Axy7 conduct business and describes the company's most fundamental shared values. It also helps us understand how our values affect the way the company does business. Axy7's culture embodies the commitment to treat others well and always do right by the people who depend on the company.

It is always important to do the right thing. Referring to this Code and following company policies, applicable laws, rules and regulations at all times will help enable you to make the right choices. However, if you ever have questions or concerns about a section of this Code, a company policy, a law, rule, or regulation, you should contact compliance@axy7.com

Every person can make a big difference, so it is vital that all employees act with integrity and in accordance with local laws. That is why this Code applies to everyone at Axy7. Above all, this Code helps employees to build trust with its customers, employees, and others who have a stake in the company's success.

HOW TO RAISE QUESTIONS AND REPORT CONCERNS

If you are not sure how to handle something, or if you think there is a problem, speak up! No matter how small the issue is, the company wants to hear from you.

WHOM SHOULD I CONTACT?

If you have questions or want to raise a concern, get in touch with:

- Your manager, or another manager you trust
- Compliance responsible at compliance@axy7.com

GOOD FAITH REPORTING AND NON-RETALIATION

Acting in good faith means that all reports of possible violations of this Code, company policy, or the law are made sincerely and honestly. In other words, it does not matter whether your report turns out to be true, but you must make it with the best intentions.

In return, the company is committed to non-retaliation. In order to operate effectively, it is vital for all company employees to trust and respect each other. Retaliating against someone who has made a report or participated in an investigation is not tolerated.

INVESTIGATIONS AND DISCIPLINE

Reports will be investigated in a respectful, professional manner as promptly and confidentially as possible. If you are asked to participate in an investigation, you are required to cooperate fully. Violations of this Code and other company policies are taken seriously. There are consequences for violating this Code or other company policies, which may include termination of employment.

EXPECTATIONS FOR MANAGERS

While this Code applies to everyone at Axy7 equally, employees in a managerial role have extra responsibilities. If you are a manager, you set the team conduct, including by doing the following:

- Lead by example, always choosing the ethical course of action.
- Speak up when you see a problem and encourage others to do the same.
- Make sure your direct reports understand this Code and what is expected of them.
- Always be receptive to questions, concerns, or comments, and make sure that issues are directed to the people who can help.
- Escalate matters that may indicate a violation of the Code or any other company policy to your manager or at compliance@axy7.com

2. TRANSPARENCY

RECOGNIZING CONFLICTS OF INTEREST

When employees are open about potential conflicts, it is easier to find a way to minimize the problems.

WHAT CONFLICTS ARE AND HOW TO DISCLOSE THEM

A conflict of interest is a situation where an opportunity for personal gain is contrary to the company's best interests.

If you believe that you may have a potential conflict of interest, discuss it with your manager right away. Your manager can help you work out a way to manage the conflict.

It is your responsibility to act appropriately until the situation has been addressed.

FINANCIAL INTERESTS

Holding a significant or controlling interest in one of Axy7's competitors, customers, or suppliers could create a divided loyalty.

Financial interests that pose a potential conflict of interest require approval from your manager and from the Company CEO.

CORPORATE OPPORTUNITIES

Employees cannot take advantage personally of business or investment opportunities that are discovered through the use of company property, business, or information. Such actions are considered to be competing with Axy7 and must be avoided.

GIFTS AND ENTERTAINMENT

Gifts are usually goods or services but can be any item of value, including entertainment. Exchanging gifts and entertainment can help build strong working relationships with customers and other business partners.

In some cases, however, gifts and entertainment may create a conflict of interest or unfair bias that could influence business decisions or be seen as bribes. Ask your manager if you have any questions.

If your gift does not involve a government official, (both U.S. and non-U.S. government official) a gift showing Axy7's logo under \$100 is permissible.

No gifts and entertainment for government officials are permitted at all.

ANTI-CORRUPTION, BRIBERY, AND KICKBACKS

Never resort to bribery, facilitation payments, kickbacks, or corrupt practices.

Bribery is offering or giving something of value in order to improperly influence the recipient's actions. Bribery is illegal in every jurisdiction in which Axy7 does business.

A **facilitation payment** is a tip or small payment made to a government official in order to expedite a routine government action, such as issuing a permit or providing utility service. This is illegal in most jurisdictions and not allowed for Axy7 employees by this Code of Conduct.

A **kickback** is the return of a sum paid (or due to be paid) as a reward for fostering a business arrangement. Accepting or offering a kickback violates this Code.

RELATIONSHIPS WITH GOVERNMENT OFFICIALS

If you interact with government officials on Axy7's behalf, be particularly careful about gifts, meals, and entertainment. Laws and regulations governing what companies like Axy7 can give government officials are very strict in many countries, including in the U.S and European Union Countries.

A **government official** can be a national or local government employee, a political candidate, a party official, a member of a royal family, or an employee of a government-controlled entity.

THIRD PARTIES

The company may engage with third parties such as agents, consultants, suppliers, resellers, or distributors, only after they have passed a legal due diligence process. Due diligence process will be managed at board level and signed by the CEO.

FINANCIAL INTEGRITY, RECORDS, AND ACCOUNTING

Axy7's books, records, accounts, and financial statements must be maintained in appropriate detail so that they properly reflect the company's business activities.

Further, the company's public financial reports must contain full, fair, accurate, and timely information, as it is required by law.

The company's accounting area is responsible for procedures designed to assure proper internal and disclosure controls, and everyone must cooperate with these procedures.

All information must be recorded accurately, whether it is tracking work hours, expenses (including your expense reports), or sales contracts.

HANDLING IMPORTS AND EXPORTS

When working with international customers, keep in mind that there may be additional steps required before delivering products or services internationally.

You are responsible for knowing and following the appropriate rules and procedures for imports and exports. If you are involved in international transactions, it is important to know what is expected of the company, including any requirements related to taxes, verification, licensing, and permits.

3. TRUST

USING TECHNOLOGY AND OTHER TOOLS

Axy7 trusts its employees with a wide range of technology and other tools that make it possible to do their jobs effectively, and these tools must be used wisely.

USING COMPANY TECHNOLOGY APPROPRIATELY

The computers, mobile phones, and other devices that Axy7 provides are company property. The same is true of the company's email system and Internet access. A certain amount of personal use is permitted, but company technology should mainly be used only for business purposes.

Axy7 may monitor anything created, stored, sent, or received on company technology, to the extent allowed by law. Do not use company technology to violate the law or Axy7 policies or to create, store, or send content that others might find offensive.

It is also important to carefully avoid any usage that might lead to loss or damage, such as a breach of the company's IT security protocols.

USE OF FUNDS AND PHYSICAL ASSETS

Company property also includes Axy7's brand and reputation, funds, facilities, and employee work time.

PROTECTING SENSITIVE INFORMATION

COMPANY INFORMATION

Many details about how the company operates need to be kept confidential in order for Axy7 to remain competitive and successful. You are responsible for safeguarding all confidential and sensitive data such as:

- Business plans or strategies
- Financial results
- Product designs and concepts
- Sales goals and marketing plans
- Terms and conditions, rates, or fees offered to particular customers

- Other, non-public information that might be of use to competitors

INTELLECTUAL PROPERTY

Axy7 depends on good ideas, so it is important to protect those ideas through legal tools such as copyrights and patents. Collectively, all of this intangible property is called **intellectual property** (IP), and it includes all copyrights, patents, trademarks, trade secrets, design rights, logos, and brands.

Keep in mind that Axy7 owns the rights to all IP created with company materials or on company time.

THIRD PARTIES' AND PREVIOUS EMPLOYERS' INFORMATION

In some cases, employees may be responsible for protecting information that belongs to other people or companies. Who, exactly?

- **Third parties.** In the course of doing business, sometimes employees will learn confidential information about customers, suppliers, and other business partners. Protecting the data of these third parties is one of Axy7's highest values.
- **Former employers.** When a new team member joins Axy7, employees have to respect that this person cannot share confidential information about previous employers. Similarly, you would still be responsible for protecting Axy7's information if you left the company.

PERSONAL EMPLOYEE INFORMATION

The personal information provided to the company must be protected.

If your job enables you to have access to personal information regarding other employees (data like home addresses, medical information, and Social Security numbers), then you are responsible for helping to protect it. That means using the information only for legitimate business purposes, and not sharing it with anyone who does not have a work-related reason to see it.

SECURITY

The security of the Company's premises and property is the shared responsibility of all employees. Proper access credentials are to be visibly displayed by employees, contractors, and visitors at all times while on Company premises. No one should be granted access into Company premises without a validated credential.

COMPETING FAIRLY

All employees are expected to follow competition laws throughout the world, which ensure a level playing field for all businesses. These laws prohibit agreements that would restrain trade.

Keep in mind that agreements do not have to be signed contracts to be illegal. An informal understanding between you and a competitor, or even a conversation that implies an understanding, may be a problem.

If any of these topics come up while you are talking with a competitor, stop the conversation immediately and report it to compliance@axy7.com

FAIR DEALING

Axy7 is committed to being honest and truthful with all of its customers, vendors, and other business partners. Never misrepresent the quality, features, or availability of the company's products, and never do anything illegal or unethical to win business.

Trying to obtain information by lying or pretending to be someone you are not is unethical and could be illegal. And if you receive another company's confidential or proprietary information by mistake, return or destroy it.

4. RESPECT

DIVERSITY AND NON-DISCRIMINATION

Diversity of opinion, background, and culture makes Axy7 a more creative company. It is important to have a diverse team and an inclusive workplace. Accordingly, employment decisions like hiring, firing, and promoting are never based on legally protected personal characteristics.

While these characteristics may vary by local law, they generally include:

- race
- color
- religion
- gender
- national origin or ancestry
- age
- medical condition or disability
- marital status
- pregnancy
- sexual orientation

Instead, Axy7 offers equal opportunities based on skills and aptitude.

PERSONAL DIGNITY

Solid teamwork requires all employees to treat each other with dignity and respect. Harassment and bullying are not tolerated.

Harassment is any conduct relating to a person's legally-protected characteristics that creates an unwelcome, intimidating, hostile, or offensive work environment for that person. That can range from offensive jokes or comments, slurs and name calling, and any act of bullying, or exclusion. It also includes sexual harassment, including unwanted sexual advances, suggestive comments or inappropriate touching.

5. COMMUNICATION

EXTERNAL COMMUNICATIONS

Axy7 has an open and transparent culture, and the Communications Policy governs how the company communicates to the public responsibly.

SOCIAL MEDIA

- Remember, the Internet is a public place, so handle yourself accordingly. Protect Axy7's proprietary information.
- Do not comment on legal matters, trade secrets, or disclose confidential information.
- If you are discussing the company or Axy7 products, be open about the fact that you work for the company.
- Be clear that your statements are your own opinion, not those of the company.
- Remember that postings on the Internet live forever.