

GAMBLING.COM GROUP LIMITED
CODE OF BUSINESS CONDUCT AND ETHICS

INTRODUCTION

Gambling.com Group Limited and its subsidiaries (the “*Company*”) are committed to promoting integrity, honesty and professionalism and maintaining the highest standards of ethical conduct in all of the Company’s activities. The Company’s success depends on its reputation for integrity and fairness. Therefore, it is essential that the highest standards of conduct and professional integrity be observed in all contacts made by the Company’s directors, officers and employees with customers, shareholders, suppliers, government officials, fellow employees and members of the general public. In this regard, the Company has established this written set of rules and policies of business conduct and ethics to be used in conducting the business affairs of the Company (this “*Code*”).

References to the Code also include the following policies, which are contained in separate documents (as well as related procedures and guidance):

- Whistleblower Policy
- Anti-Bribery, Corruption, Local Gifts & Hospitality Procedure
- Export Control and Sanctions Compliance Policy
- Insider Trading Policy
- Related Party Transactions Policy
- Fair Disclosure Policy

No code or policy can anticipate every situation that the Company’s directors, officers and employees may encounter. Accordingly, this Code highlights areas of ethical risk, provides guidance in recognizing and dealing with ethical issues, and establishes mechanisms to report unethical conduct.

This Code applies to all directors, officers and employees of the Company. All such covered individuals are collectively referred to herein as “Covered Parties,” and all Covered Parties must adhere to this Code. Each Covered Party is responsible for adhering to the standards in this Code. Any reference to “employees” in this policy also includes consultants and contractors who devote all or substantially all of their time to the Company, without derogating from their independent contractor status or implying the existence of an employer-employee relationship in any way.

When in doubt, all Covered Parties are encouraged to seek guidance and express any concerns they may have regarding this Code. Questions regarding these rules and policies should be directed, and concerns or possible violations of these rules and policies should be promptly reported, to the Company’s Compliance Officer (the “*Compliance Officer*”); *provided* that if the Compliance Officer is unavailable or personally involved in the report, request or transaction at issue, the “Compliance Officer” shall be the Company’s Chief Financial Officer.

The Company’s office of Human Resources is required to present the Code to all Company officers and employees, who will be asked to sign a certificate of compliance in a customary form upon the Code’s adoption or when joining the Company and thereafter as reasonably determined by the Company, based on the adoption of a material amendment to the Code. The Compliance Officer shall present the Code to the Company’s directors for signature of a certificate of compliance in a similar manner. The signature on the certificate signifies that: (1) the individual has read the Code and has agreed to act in full compliance with it; and (2) the individual acknowledges that requesting or pressuring another person to violate the Code is prohibited.

Status of the Code, Modification and Waiver

The certificate of compliance does not replace any employment contract to which an officer or employee is party and does not in any way constitute a guarantee of continued employment with the Company. In the event of explicit inconsistency between the Code and the individual employment agreements and other agreements between the Company and the Covered Parties, such individual agreements shall prevail. The provisions of the Code are intended to promote positive conduct and in no way does the Code derogate from the provisions contained in the individual agreements between the Company and the Covered Parties or from any applicable law. In addition, certain matters covered by the Code are also regulated by applicable law. The provisions of the Code are in addition to any applicable law and subject to any such law. Covered Parties are encouraged to approach the Compliance Officer with any questions they may have regarding the respective applications of the Code and the applicable laws, rules and regulations.

The Company reserves the right to amend, modify, waive or terminate any or all of the provisions of the Code at any time for any reason. The Company will report any changes to this Code to the extent required by the rules of the Securities and Exchange Commission (the “*SEC*”) and the Nasdaq Stock Market (“*Nasdaq*”).

Any waiver of any provision of this Code granted to any director or officer of the Company must be approved by the Company’s Board of Directors. The Company will publicly disclose any waivers of, or amendments to, this Code made to any director or officer of the Company (including a Named Officer as defined below) as required by the provisions of the Securities Exchange Act of 1934, as amended, and the rules thereunder, and any applicable rules of Nasdaq.

CORE COMPANY RULES AND PRINCIPLES

Compliance with Applicable Governmental Laws, Rules and Regulations

The Company and the Covered Parties shall comply with both the letter and the spirit of all laws, rules and regulations applicable in any jurisdiction where the Company conducts business. Individuals who have questions about whether particular circumstances may involve illegal conduct or about specific laws that may apply to their activities, should consult their immediate supervisor or the Compliance Officer.

Fair Dealing

Each Covered Party should endeavor to deal fairly with customers, creditors, shareholders, suppliers, competitors, government officials and employees of the Company. No Covered Party should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, including but not limited to competitively sensitive information, misrepresentation of material facts or any other unfair dealing practice.

Conflicts of Interest

A conflict of interest can develop when personal responsibilities, interests and/or relationships interfere with, or appear to interfere with, professional responsibilities, interests and/or relationships (including the interests of the Company and/or your duties in your respective role at the Company). Covered Parties are expected to engage in and promote ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships, and to disclose to the Compliance Officer any material transaction or relationship that reasonably could be expected to give rise to such a conflict. Conflicts of interest may not always be clear-cut, so if you have a question, or become aware of a conflict or potential conflict, contact the Compliance Officer.

Employees and Officers

Conflicts arise in numerous situations, and it is not possible to categorize every potential conflict of interest. Each employee and officer is responsible for evaluating these situations and conferring with his or her supervisor or the Compliance Officer. The Company requires that employees and officers immediately disclose any potential business or financial conflict of interest to the Compliance Officer, in order to determine whether such situation requires certain approvals:

- No employee/officer may perform services as a director, officer, employee, agent or contractor for any competitor of the Company.
- No employee/officer may perform services as a director, officer, employee, agent or contractor for any customer, supplier or any other entity that has a business relationship with the Company, without the prior approval of the Compliance Officer (and for officers, the prior approval of the applicable committee of the Board of Directors).
- Employees/officers must disclose to the Compliance Officer any ownership interest he or she has, or may have, directly or indirectly, in a competitor, customer or supplier, regardless of its scope or nature.

Employees/officers may own, each individually, directly or indirectly, up to 0.5% of the stock of a competitor, customer or supplier without obtaining prior approval (but after disclosing the same to the Compliance Officer) so long as the stock is publicly traded and the employee/officer has no discretionary authority in dealing with the competitor, customer, or supplier. Any exception to this rule shall require the prior approval of the Compliance Officer (and for officers, the prior approval of the applicable committee of the Board of Directors).

- Employees must disclose to the Compliance Officer in advance any financial interest he or she may have in any transaction between the Company and a third party. If the Compliance Officer determines that the employee indeed has an interest, such transaction must be pre-approved by the Compliance Officer and an appropriate member of management.

Employees are not required to disclose to the Compliance Officer their association with a third party (supplier, customer, partner, etc.) that merely employs/engages their spouse/significant other or other relative, if both the employee and the person associated with him/her are not acting on behalf of the Company or that third party (respectively) in the negotiations of the transaction or the resulting business relationship. However, if the employee learns of such circumstances, he/she must disclose the association to the employee's supervisor to avoid the appearance of conflict of interest.

- Officers must disclose to the Compliance Officer in advance any financial or personal interest he or she may have in any transaction between the Company and a third party. Such proposed transaction shall be considered by the Compliance Officer, who may seek further information as appropriate or establish procedures for consideration of any related party transactions, in order to determine the required corporate approval(s) in accordance with applicable law (or other policies of the Company, as relevant). It is hereby clarified that officers must disclose any potential financial or personal interest of an officer, even if it merely results from their spouse/significant other/other relative employment/engagement by the third party.
- No employee or officer may directly or indirectly exploit for personal gain any opportunities that are discovered through the use of corporate property, information, or position unless the opportunity is fully disclosed in writing to the Compliance Officer and the Compliance Officer determines whether the opportunity should be presented to the Company's management or Board of Directors. If the opportunity is to be presented to appropriate management members or the

Board of Directors, the employee or officer may only pursue the opportunity if management or the Board of Directors declined to engage in such opportunity on behalf of the Company.

The foregoing list of conflicts is not exhaustive, and other situations or circumstances that are not listed could give rise to conflicts. It is the responsibility of each employee and officer to identify potential conflicts and consult with his or her supervisor or other appropriate personnel concerning conflicts.

Directors and Executive Officers

Members of the Board of Directors who are not also employees or officers have special responsibilities to the Company but often may have substantial other responsibilities. Members of the Board of Directors will be required to disclose to the Board of Directors any personal, financial, business or other economic interest they may have, directly or indirectly, in any existing or proposed transaction of the Company. Such personal, financial, business or other economic interest of a non-employee director must be disclosed to the Company as soon as practicable after the director in question becomes aware of the transaction in which he or she has or may have said interest, but in any event prior to the consummation of the transaction by the Company's management (or the first meeting of the Board of Directors in which such transaction or dealing is discussed). Each non-employee director must promptly inform the Company if he or she performs services as a director, employee, consultant, contractor or agent for any customer, supplier or other third party with whom the Company has a business relationship pursuant to the Company's Related Party Transactions Policy. No non-employee director may serve as a director, employee, consultant, contractor or agent for any competitor of the Company.

Please see also the "Related Party Transactions Policy" for procedures regarding reporting transactions involving the Company and certain related parties.

Corporate Opportunities

Covered Parties are prohibited from taking (or directing to a third party) a business opportunity that is discovered by them through the use of Company property or information or presented to them in their capacity as a director, officer or employee. In addition, the Covered Parties are prohibited from using corporate property, information or their position for personal gain, and from competing with the Company. The Covered Parties owe a duty to the Company to advance the Company's legitimate interests when the opportunity to do so arises.

Political Activities

Each Covered Party is free to engage in personal volunteer political activity and contribute personal resources to candidates and parties in any manner consistent with applicable laws. While Covered Parties may freely participate in community activities and in the political process, they may not create the impression that they are speaking or acting for or on behalf of the Company. Covered Parties may not use Company resources or coercive solicitations to further their own personal political activities or contributions. Company resources include money, use of the Company's facilities, supplies, letterhead, corporate names, logos or working time.

Please see also the "Anti-Bribery, Corruption, Local Gifts & Hospitality Procedure" for procedures regarding donations to political causes.

Inside Information

Covered Parties may not purchase or otherwise trade in securities of the Company or any other corporation, directly or indirectly, while in possession of "material non-public information" about the Company or such other corporation. "Material non-public information" is any information which could reasonably be expected to affect the price of shares or that a reasonable investor would find relevant in the total mix of information. If a Covered Party is considering buying or selling shares based on non-public information he or she possesses through his or her work at the Company, he or she should assume that

such information is material, refrain from buying or selling and approach the Compliance Officer for advice.

If family or friends of a Covered Party ask for advice about buying or selling the Company's shares, such Covered Party should not provide any such advice. U.S. federal law and the Company's Insider Trading Policy prohibits any Covered Party from "tipping" others (e.g., family or friends) regarding material non-public information that such director, officer or employee learns about the Company or other publicly-traded company in the course of employment or engagement.

Beyond disciplinary action, a violation of this policy may lead to civil and criminal penalties against the director, officer or employee. The same penalties apply to "tipping", regardless of whether the director, officer or employee derives any benefit from the trade.

For additional information, Covered Parties should refer to the "Insider Trading Policy." Covered Parties who have any questions about specific securities transactions should obtain additional guidance in advance of the transaction from the Compliance Officer.

Antitrust

Overview

It is the Company's policy that Covered Parties comply with the antitrust and competition laws of those countries that are applicable to the Company's business. If a Covered Party has any doubt about the applicability or interpretation of a country's antitrust or competition laws, he or she must seek advice from the Compliance Officer.

Prohibited Conduct

Antitrust and competition laws are intended to protect and promote free and fair competition. One of the most fundamental competition law principles is that all companies in the marketplace act independently of their competitors. The Company should not enter into any agreements or understandings with competitors to:

- fix prices or any other terms and conditions of sale or purchase
- exclude competing firms from a market
- limit the production or sale of products or product lines
- refrain from supplying a product or service
- limit quality competition or research
- divide markets or customers
- refrain from bidding, or otherwise influence ("rig") a bid.

An agreement can be inferred from conduct or other circumstances, including based on discussions or exchanges of information with competitors. For this reason, any contact with competitors (including through trade associations, standard setting bodies and other industry organizations) may present an opportunity for allegations that the parties entered into an anti-competitive agreement. Additionally, in some countries, the exchange of competitively sensitive information is itself illegal.

Therefore, Covered Parties should not exchange competitively sensitive information with competitors regarding, such as prices, costs, terms and conditions of sale, business plans, suppliers, customers, territories, capacity, production, market share, or any other subject that could be commercially important or proprietary (see below under "Confidential Information" for additional information).

The Company's partners may not share the Company's competitively sensitive information, such as prices, costs, terms and conditions of sale, business plans, suppliers, customers, territories, capacity,

production, market share, or any other information that could be commercially important (see below under “Confidential Information” for additional information”) with the Company’s competitors.

The Company also prohibits behavior that may be construed as an attempt to monopolize.

Antitrust Sanctions

Failure to comply with antitrust or competition laws could result in heavy fines for the Company and/or imprisonment of Covered Parties. In the United States and Israel, it is common for individuals to be criminally prosecuted. The practice of prosecuting individuals is also developing elsewhere. Prosecutors actively seek to enforce criminal penalties and sanctions even against foreign nationals for activities that impact local commerce.

If a competitor raises a competitively sensitive topic, Covered Parties should object, stop the conversation immediately and inform the competitor that you will not discuss the matter. Immediately report any such incident to the Compliance Officer. Similarly, if a partner or distributor raises a competitively sensitive topic about an organization with which the Company competes or may reasonably be expected to compete in the market, a Covered Party should object, stop the conversation immediately and inform the individual(s) that you will not discuss the matter. Such incident must be immediately reported to the Compliance Officer.

Business Courtesies, Gifts and Gratuities

A business courtesy is a gift (whether in money or other thing of value) provided to a business counterparty. In certain situations, the exchange of limited, non-cash business courtesies may be appropriate. The Company, however, does not seek to improperly influence the decisions of its business counterparties or government officials by offering business courtesies. Similarly, the Company requires that the decisions of Covered Parties not be affected by having received a business courtesy.

For additional information, Covered Parties should refer to the “Anti-Bribery, Corruption, Local Gifts & Hospitality Procedure.” Covered Parties who have any questions about specific business courtesies, gifts or gratuities should obtain additional guidance in advance of the transaction from the Compliance Officer.

Confidential Information

Without derogating from any other agreement or legal obligation such as non-disclosure agreements signed with the Company, every director, officer and employee of the Company is obligated to protect the Company’s confidential information, as well as that of customers, suppliers, shareholders, fellow employees and third parties who disclosed information to the Company in confidence.

Confidential Information consists of proprietary information and information that is not generally available to the public and may give one who uses it an advantage over competition. Confidential Information may include methods, products, trade secrets, formulae, algorithms, computer software, resources, databases, internal office structure, personnel, financial data, price lists, pricing methods, trading conditions, technical data and information, marketing, marketing research and practices, business plans, prospects, client/customer lists, and personal or financial information. Confidential information can be in any form and on any medium, whether written or otherwise tangible. Proprietary information can be information that an employee, officer or director, acting alone or together with any other persons or their agents, may discover, create, develop or improve while employed or engaged by the Company.

The Company is committed to protecting confidential and sensitive information. All information must be handled according to appropriate and relevant company policies and procedures. Generally, information must only be transmitted to appropriate persons, using appropriate means, to the extent necessary to achieve relevant business objectives. Determining the appropriate method for transmission, the appropriate recipients, and the extent to which the information should be shared depends upon the

nature of the task(s) performed and circumstances of the objectives at hand. Discretion should always be exercised, and reference to the above-mentioned policies and guidelines should be made. Questions should be referred to the Compliance Officer.

Use and Protection of Company Assets

Company assets are to be used only for the legitimate business purposes of the Company and only by authorized Covered Parties or their designees. This includes both tangible and intangible assets.

Some examples of tangible assets include equipment such as computers, supplies, vehicles, telephones, copy machines and furniture. Some examples of intangible assets include intellectual property such as know-how, pending patent information, trade secrets or other confidential or proprietary information (whether in printed or electronic form). The Company's name and any name, trademark, service mark, logo, domain names or trade name associated with it or any of its products are valuable assets of the Company and may not be used by employees for any purpose except in connection with the furtherance of the Company's business.

Every Covered Party is responsible for ensuring that appropriate measures are taken to assure that Company assets are properly protected. In addition, each Covered Party should take appropriate measures to ensure the efficient use of Company assets, since theft, carelessness and waste may have a direct impact on the Company's profitability.

Unless otherwise provided in an employment agreement and other agreement between the Company and a Covered Party, each Covered Party will use the Company's equipment for the purpose of his or her employment or engagement only. Therefore the use of computers or laptops, and any Company email account, shall be subject to scrutiny by the Company or on its behalf (for more information see the provision below dealing with "Computer Software, Email and Internet).

Removal of Equipment from Company Premises

To protect the Company's physical assets, management approval is required for the removal of any equipment that is not designated as portable and for the employee's use from the Company premises in order to enable use of the equipment by all of the Company's employees.

Upon termination of a Covered Party's tenure, he or she will return to the Company all equipment and/or other property of the Company, including computers, documents, magnetic media, and all other materials belonging to the Company and/or related to his or her activities while employed or engaged by the Company.

Government Investigations

It is Company policy to fully cooperate with any appropriate government investigation. If a director, officer or employee learns about a possible government investigation or inquiry, he or she shall inform the Compliance Officer immediately.

The Company prohibits any director, officer or employee from altering, destroying, mutilating or concealing a record, document or other object, or attempting to do so, with the intent to impair the object's integrity or availability for use in an official proceeding. Furthermore, the Company prohibits any director, officer or employee from otherwise obstructing, influencing or impeding any official proceeding or any attempts to do so.

Public Company Reporting and Other Public Communications

As a public company, it is of critical importance that the Company's filings and submissions with the SEC and all other public disclosures or communications with shareholders be accurate and timely. Depending on his or her position with the Company, any Covered Party may be called upon to provide necessary information to assure that the Company's public reports and documents filed with the SEC and

in other public communications by the Company are full, fair, accurate, timely and understandable. The Company expects all Covered Parties to provide prompt, accurate answers to inquiries related to the Company's public disclosure requirements.

For additional information, Covered Parties should refer to the "Fair Disclosure Policy."

Record Management

Corporate integrity is at the foundation of this Code. All Covered Parties are expected to record and report information accurately and honestly, whether that information is submitted to the Company or to organizations or individuals outside the Company.

The Company shall develop, administer and coordinate a record management program, and issue retention guidelines for specific types of documents. Records should be maintained to comply with applicable statutory, regulatory or contractual requirements, as well as pursuant to prudent business practices. The Company prohibits any Covered Party from:

- altering, destroying, mutilating, concealing, covering up, falsifying or making a false entry in any record, document, or tangible object with the intent to impede, obstruct, or influence an investigation by appropriate governmental authority or bankruptcy proceeding, or in relation to or contemplation of any such matter, or with the intent to impair the object's integrity or availability for use in an official proceeding, otherwise obstructing, influencing or impeding any official proceeding or any attempts to do so; and
- assisting or encouraging any other person, such as the independent accountant, in destroying corporate audit records, such as workpapers, documents that form the basis of an audit or review, memoranda, correspondence, communications, other documents, and records (including electronic records) which are created, sent or received in connection with an audit or review and contain conclusions, opinions, analyses, or financial data relating to such audit or review.

In connection with these policies, please consult the Compliance Officer in the event of litigation or any investigation or proceeding.

Recording Transactions

The Company seeks to maintain a high standard of accuracy and completeness in its financial records. These records serve as the basis for managing the Company's business, for measuring and fulfilling its obligations to employees, customers, suppliers and others, and for compliance with tax and financial reporting requirements. These records are available for inspection by management, directors and auditors.

In the preparation and maintenance of records and to ensure the effectiveness of the Company's internal controls over financial reporting, all Covered Parties must, to the extent applicable to the function of such director, officer or employee at the Company make and keep books, invoices, records and accounts that accurately and fairly reflect the financial transactions of the Company and maintain accurate records of transactions, time reports, expense accounts and other financial records. If a Covered Party discovers significant deficiencies or material weaknesses in the Company's internal controls over financial reporting or any fraud involving management or other employees, he or she must report such information to the Audit Committee of the Board of Directors (the "**Audit Committee**"). Covered Parties may not intentionally distort or disguise the true nature of any transaction in recording and documenting accounting entries, knowingly make a representation, either in a document or in oral communication, that is not fully accurate, or establish any undisclosed or unrecorded funds or assets for any purpose.

Covered Parties are encouraged to submit any concerns or complaints regarding accounting, internal accounting controls or auditing matters via the procedures set forth in the “Whistleblower Policy.”

Competitive Information

Collecting information on competitors from legitimate sources to evaluate the relative merits of their products, services and marketing methods is proper and often necessary. However, the ways information should be acquired are limited. Covered Parties are prohibited from using improper means, such as theft, illegal entry or electronic eavesdropping in the gathering of competitive information. Covered Parties are also prohibited from seeking confidential information from a new employee who recently worked for a competitor, or misrepresenting their identity in the hopes of obtaining confidential information from a competitor. Any form of questionable intelligence gathering is strictly against Company policy. Covered Parties should refrain from conversing with employees of any Company competitor about competitive information.

Computer Software, Email and Internet

Computer Software

The Company’s policy is to respect the copyrights that protect computer software and to strictly adhere to all relevant laws and regulations regarding the use and copying of computer software. Therefore, the unauthorized duplication of software, whether or not owned by the Company, is prohibited, even if such duplication is for business purposes, is of limited duration or is otherwise accepted local practice. For the avoidance of doubt, the foregoing does not apply to malware that are the subject of the Company’s protective efforts with respect to its customers.

Email and Internet

All electronic media and communication systems, including the Company’s email, intranet, Internet access and voicemail are Company assets and are to be used for appropriate purposes only. All Covered Parties are generally expected to use external services for their personal needs, such as Internet-related email services and cloud storage services. Covered Parties should not abuse access to the Internet for personal purposes.

All Covered Parties should use the same care, caution and etiquette in sending email messages as in all other written or oral business communications. The Company will not tolerate discriminatory, offensive, defamatory, pornographic and other illegal or inappropriate messages or materials sent by email or accessed through the Internet aside from what may be occasionally required by certain employees to perform ordinary Company duties and responsibilities. Since the email system and Internet connection are Company resources, the Company reserves the right at any time to monitor and inspect without notice, all electronic communications on personal computers or laptops owned by the Company or computers or laptops on the Company’s network, premises or used in the business of the Company, including inspections of electronic mail transmissions, internet usage and inspections of their content (for the avoidance of any doubt, it is hereby clarified that all findings of any such inspection shall be the Company’s sole property). To the extent that a Covered Party decides to make personal use of the Company’s computer or laptop, he or she shall do so in a reasonable manner, at their own risk, and will treat the Company’s resources with respect as to their value and availability at all times. The Company reserves the right to limit such personal uses from time to time in accordance with its policies and as reasonably determined in case the Company believes that anyone is exploiting its resources. All Covered Parties are urged to clearly indicate and mark as personal items they may keep on Company personal computers and laptops, in the Company’s email, or otherwise on any Company resource, and may not so mark work-related items. When monitoring and inspecting the Company’s personal computers or laptops or the Company’s network, the Company shall make reasonable efforts not to access such items indicated or marked as personal but makes no guarantees to that effect.

Unless otherwise provided for in employment agreements and other agreements between the Company and Covered Parties, each Covered Party will use the Company's equipment for the purpose of their employment or engagement only. Each Covered Party acknowledges and agrees as follows: (i) the Company shall have the right to allow other employees (including officers or directors) and other third parties to use personal computer or laptop, services, users and accounts associated with the Company (and such employees or other third parties are instructed to avoid, to a reasonable extent, accessing information clearly indicated or marked as personal); (ii) the Company shall have the right to conduct inspections on any and all of the Company's computers, including inspections of electronic mail transmissions, internet usage and inspections of their content (for the avoidance of any doubt, it is hereby clarified that all examination's finding shall be the Company's sole property), provided that the Company shall use reasonable efforts to avoid accessing items clearly indicated as personal; and (iii) in any and all times such employee, officer or director will transfer to the Company his or her log-on passwords to Company's resources upon request.

Employee Relations and Non-Discrimination

It is the Company's policy to provide equal opportunity in employment, development and advancement for all qualified persons without regard to race, ethnicity, national origin, religion, sex (including pregnancy), sexual orientation, marital status, age, disability, genetic information, veteran or military status, or any other legally protected status, to the extent applicable in the relevant country of employment. Additionally, the Company expects all Covered Parties to conduct themselves in a professional manner with courtesy and respect for fellow employees, vendors, guests, clients, and the public. This policy applies to all areas of employment, including recruitment, hiring, training and development, promotion, transfer, termination, layoff, compensation, benefits, social and recreational programs, and all other conditions and privileges of employment, in accordance with applicable federal, state, and local laws.

Management is primarily responsible for seeing that equal employment opportunity policies are implemented, but all members of the staff share in the responsibility for assuring that, by their personal actions, the policies are effective and apply uniformly to everyone. Any officer or employee, including a supervisor, determined by the Company to be involved in discriminatory practices is subject to disciplinary action and may be terminated. If any employee or officer perceives any discriminatory actions or practices, he or she is urged to report them directly to his or her immediate supervisor. If, however, such employee or officer is not comfortable talking with his or her supervisor, he or she should contact the Vice President of People.

Anti-Harassment and Anti-Discrimination Policy

The Company prohibits harassment based upon an individual's race, ethnicity, national origin, religion, sex, sexual orientation, marital status, age, disability or handicap, veteran status, and under any other basis protected under federal and state laws. The policy applies to all Covered Parties and any third party they come into contact with in the course of doing their job or engagement and to any work environment, whether at the Company's premises or in other work-related settings.

When the Company receives a complaint, it will promptly investigate the allegation in a fair and expeditious manner. Although the Company cannot guarantee confidentiality, the investigation will be conducted in such a way as to maintain confidentiality to the extent practicable under the circumstances. The Company's investigation will include a private interview with the person filing the complaint and with witnesses, if any. Every Covered Party witness are expected to fully cooperate with an investigation. Failure to do so may result in disciplinary action up to and including termination. The Company will also interview the person alleged to have committed harassment. When the Company has completed its investigation, it will, to the extent appropriate, inform the person filing the complaint and the person alleged to have committed the conduct of the results of the investigation.

If it is determined that inappropriate conduct has been committed by a Covered Party, the Company will take such action as is appropriate under the circumstances. Such action may range from counseling to termination of employment or engagement, and may include such other forms of disciplinary action as are deemed appropriate under the circumstances.

Sexual Harassment

While all types of harassment are prohibited, sexual harassment requires particular attention.

The legal definition for sexual harassment includes, among others, sexual advances, requests for sexual favors, and verbal or physical conduct, or any other form of communication, of a sexual nature when:

- Submission to or rejection of such advances, requests or conduct is made either explicitly or implicitly a term or condition of employment or as a basis for employment decisions; or
- Such advances, requests or conduct have the purpose or effect of unreasonably interfering with an individual's work performance by creating an intimidating, hostile, humiliating or sexually offensive work environment.

Under these definitions, direct or implied requests by a supervisor for sexual favors in exchange for actual or promised job benefits, such as favorable reviews, salary increases, promotions, increased benefits, or continued employment, constitute sexual harassment.

If a Covered Party believes he or she may have been harassed, he or she should notify their supervisor immediately or the Vice President of People. Any supervisor who was notified of a sexual harassment complaint, is required to promptly forward the complaint to the Vice President of People and may not take independent mitigation actions in this regard.

The Company will promptly investigate every complaint of harassment. Typical steps in an investigation include separate interviews with those involved, putting statements from each party in writing, identifying and questioning witnesses, and other appropriate actions. If it is determined that harassment has occurred, the Company will take appropriate actions as reasonably deemed by it to address the offending conduct.

This policy shall also generally apply (with the necessary changes) to the conduct of Covered Parties when dealing with persons engaged by entities with which the Company has a business relationship.

For additional information, Covered Parties should refer to the manuals and regulations that govern the terms of your employment with the Company (as applicable in the jurisdiction in which you are employed). Officers and employees who have any questions about specific instances of harassment should reach out to their immediate supervisor or the Vice President of People.

Environment, Safety and Health

The Company is committed to conducting its business in compliance with all applicable environmental and workplace laws, regulations and permits in a manner that has the highest regard for the safety and well-being of its employees, customers and the general public. Therefore, the Company expects all Covered Parties to strictly follow the letter and the spirit of all applicable laws and regulations relating to the environment and workplace health and safety.

If an employee's or officer's work involves compliance with any environment or safety and health laws, it is the responsibility of the employee or officer to familiarize himself or herself with the relevant laws and regulations, including record keeping. Employees and officers with questions regarding the requirements that apply to their work area should contact Human Resources.

All Covered Parties must immediately report any potential or suspected threat to human health to Human Resources. Such reports must be made as soon as possible and, in all cases, not later than 24 hours after the occurrence. Applicable laws and regulations regarding reporting requirements must be complied with within the mandated time frames.

A Covered Party must not report to work or work under the influence of unauthorized or illegal drugs and/or alcoholic beverages.

Export, Customs and Trade Controls

It is the Company's policy to fully comply with all applicable export, customs and trade control laws and regulations, licensing requirements, relevant countries' and international laws and applicable export and trade sanctions. Any investigation or inquiry by a governmental organization regarding alleged trade control violations or irregularities should be immediately reported to the Compliance Officer prior to taking any action. The Compliance Officer is available to answer any questions regarding customers, export licensing and trade controls and should be consulted as the need arises. For additional information, directors, officers and employees should refer to the "Export Control and Sanctions Compliance Policy."

Public Statements

It is the Company's policy to provide accurate and consistent communication with the public. To maintain the consistency and accuracy of the information, corporate spokespersons are designated to respond to all inquiries. Only these spokespersons are authorized to release information to the public at the appropriate time. Generally, an employee, officer and director of the Company is prohibited from making public statements regarding issues or matters about which he or she is not an authorized spokesperson of the Company. If an employee, officer or director is contacted by the media about a matter regarding the Company, he or she must refer the media contact to the Company's appropriate public/investor relations or marketing manager.

For additional information, Covered Parties should refer to the "Fair Disclosure Policy."

Litigation and Claims

The Company, like all other businesses, is from time to time involved in disputes that may result in claims or litigation. If a Covered Party receives a legal document related to the Company, such as a summons, complaint, subpoena or discovery request, whether from a governmental agency, customer, supplier or otherwise, he or she must immediately contact the Compliance Officer to ensure an appropriate and timely response. No Covered Party should respond to any request, answer any questions or produce any documents without first discussing with the Compliance Officer. Also, it is not appropriate to attempt to list legal matters or pending litigation in vendor or supplier qualification forms, requests for proposals or quotes, or in any questionnaires, unless prescribed by the Compliance Officer. Under no circumstance should any Covered Party threaten or initiate legal action on behalf of the Company without appropriate authorizations.

CODE OF ETHICS FOR THE CHIEF EXECUTIVE OFFICER AND SENIOR FINANCIAL OFFICERS

This section (which ends immediately prior to the section titled "Reporting and Discipline") applies specifically to the Chief Executive Officer and all senior financial officers, including the Chief Financial Officer and persons performing similar functions (the "*Senior Financial Officers*" and together with the Chief Executive Officer, the "*Named Officers*"). This special Code of Ethics has been adopted to comply with Section 406 of the Sarbanes-Oxley Act of 2002. While this Code of Ethics is specifically addressed to the Named Officers, it sets forth broad principles that run throughout the Code and that the Company expects all of the executive officers and financial employees and indeed all of the directors, officers and employees to follow. The signing of a certificate of compliance pertaining to the Code shall be understood to include compliance with this Code of Ethics.

Named Officers shall:

1. Engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.

2. Avoid conflicts of interest and disclose to the Compliance Officer (or, in his or her absence, the Chair of the Audit Committee) any material transaction or relationship that reasonably could be expected to give rise to such a conflict.

3. Take all reasonable measures to protect the confidentiality of non-public information about the Company and its customers obtained or created in connection with their activities and prevent the unauthorized disclosure of such information unless required by applicable law or regulation or legal or regulatory process.

4. Take all reasonable measures to achieve responsible use of and control over the Company's assets and resources.

5. Promote full, fair, accurate, timely, and understandable disclosure in material respects in reports and documents that the Company files with, or submits to, the SEC and other regulators and in other public communications made by the Company in accordance with the following guidelines:

- all accounting records, and the reports produced from such records, must be in accordance with all applicable governmental laws, rules and regulations;
- all accounting records must fairly and accurately reflect the transactions or occurrences to which they relate; all accounting records must fairly and accurately reflect in reasonable detail in accordance with generally accepted accounting principles the Company's assets, liabilities, revenues and expenses; all accounting records must not contain any materially false or intentionally misleading entries; no transactions should be intentionally misclassified as to accounts, departments or accounting periods;
- all transactions must be supported by accurate documentation in reasonable detail and in all material respects to be recorded in the proper account and in the proper accounting period;
- no information should be concealed from the internal auditors or the independent auditors; and
- compliance with the Company's system of internal controls is required.

6. Comply with all governmental laws, rules and regulations applicable to the Company's business, including taking necessary steps to avoid and, where possible, prevent any violations of the securities laws.

7. Promptly report to the Chairperson of the Audit Committee (or if the Chairperson is unavailable, to all other members of the Audit Committee) any fraud, whether or not material, involving management or other employees of the Company who have a significant role in the Company's disclosures or internal controls over financial reporting

8. Promptly report any possible violation of this Code of Ethics to the Compliance Officer or, in his or her absence, the Chair of the Audit Committee.

REPORTING AND DISCIPLINE

Reporting Violations of Company Policies and Illegal or Unethical Behavior

All Covered Parties shall take steps to ensure compliance with the standards set forth in this Code in the operations of the Company. If there are instances of non-compliance, whether found by internal or external monitors, Covered Parties shall ensure timely and reasonable remediation of such non-

compliance and ensure that adequate steps are taken to prevent the recurrence and/or occurrence in the Company.

Covered Parties are encouraged to promptly report information or knowledge of any act in violation of the laws, rules, regulations or this Code, or which he or she believes to be unethical, to the Compliance Officer. As deemed appropriate by the Compliance Officer, such concerns, complaints or reports may then be directed to the attention of the Chairman of the Audit Committee, or, in the case of violations by employees who are not officers, to the Chief Executive Officer or designee(s) thereof, for further review and investigation. Failure to report known wrongdoing may result in disciplinary action.

In no event will any action be taken against the Covered Party for making a complaint or reporting, in good faith, known or suspected violations of Company policy. Such Covered Party will not lose his or her job or position for refusing an order he or she reasonably believes would violate the provisions of this Code, and any retaliation against such employee, officer or director is prohibited.

Any report by a Covered Party will be kept confidential to the extent permitted by law and regulation and the Company's ability to address such concerns. In certain instances, the identity of the reporting Covered Party may be provided to those persons involved in the investigation.

For additional information, Covered Parties should refer to the "Whistleblower Policy." Covered Parties who have any questions about specific violations of company policies or illegal or unethical behavior should obtain additional guidance from the Compliance Officer.

Disciplinary Measures

The Board of Directors or the Chief Executive Officer, as appropriate, shall determine or designate the appropriate person or persons to determine, suitable actions to be taken in the event of violations of this Code. The initial designee will be the Compliance Officer. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to this Code. In determining what action is appropriate in a particular case, the Board of Directors, the Chief Executive Officer or such designee shall take into account all relevant information, including the nature and severity of the violation, whether the violation was intentional or inadvertent, the extent of the likely damage to the Company and its shareholders resulting from the violation and whether the individual has committed previous violations of this Code or other Company policy concerning ethical behavior. The Board of Directors or the Chief Executive Officer shall provide a written notice to the individual involved in the violation stating that the Board of Directors, the Chief Executive Officer or such designee has determined that there has been a violation and indicating the action to be taken by the Board of Directors or Chief Executive Officer, as appropriate, against the individual.

Violations of the rules and policies of conduct set forth in this Code may result in one or more of the following disciplinary actions, if and as permitted under applicable law:

- a warning;
- a reprimand (noted in the employee's or officer's personnel record);
- probation;
- demotion;
- temporary suspension;
- required reimbursement of losses or damages;
- termination of employment; and/or

- referral for criminal prosecution or civil action.

Disciplinary measures may apply to any supervisor who directs or approves such violations, or has knowledge of them and does not promptly correct them.

Reporting of violations of this Code made in good faith will not result in retaliation against such person for making the report.

Further, conduct that violates this Code may also violate Jersey laws, U.S. federal or state laws or laws outside the Channel Islands of Jersey and the United States. Such violations may subject the director, officer or employee to prosecution, imprisonment and fines. The Company may also be subject to prosecution and fines for the conduct of a Covered Party.

Last amended: June 22, 2021