

Code of Conduct - Ctac N.V.

This Code of Conduct aims to make employees aware of acting with integrity by outlining what is considered desirable and undesirable behaviour. It applies to all employees of Ctac N.V. and its subsidiaries (hereinafter referred to as the “Company”), including those working under temporary contracts or flexible arrangements. The Code of Conduct is available on the Company’s website and on iConnect, the Company’s information platform for its staff.

Article 1. General

1.1 The Company helps professionals to develop their skills and apply them to appropriate assignments, projects and positions. This is done in a reliable and transparent manner, with respect for the interests of those we do business with and for society at large. This Code of Conduct outlines the integrity principles that guide the Company’s operations. Integrity is one of the Company’s five core values to which all stakeholders can hold us accountable. The other core values are: knowledgeable, connected, entrepreneurial and personal.

1.2 Integrity is essential to the Company’s activities and must never be placed below results. This means the following, among other things:

- i. Actions are carried out professionally and carefully in compliance with the Code of Conduct and generally accepted social and ethical norms. Additionally, staff must ensure that business relationships act with integrity and adhere to these norms.
- ii. The Company expects its employees and others working for it to be familiar with and adhere to this Code of Conduct. They may be held accountable for actions contrary to the Code of Conduct and are aware of this responsibility.

Article 2. Laws and Regulations

The Company and its employees comply with applicable laws and regulations. This means, among other things, that:

- i. adherence to the laws governing the Company’s operations, all international human rights principles, and the Company’s internal policies and procedures is maintained;
- ii. competition and antitrust laws are adhered to;
- iii. non-public information that could influence the Company’s share price is kept confidential until it is disclosed through a press release and published on the Company’s website;
- iv. compliance with insider trading and market abuse rules related to the Company’s shares, as specified in the Company’s Insider Regulations, is required;
- v. personal information is used, stored and destroyed in accordance with the law.

Article 3. Business Partners

Insofar as possible, the Company and its employees ensure that involved business partners are reputable and competent. This is reflected in the following:

- i. The data relating to our business partners is checked.
- ii. Business transactions are not entered into with parties convicted of a criminal offence.
- iii. If a business partner has reached a settlement with the public prosecutor for a criminal offence, the Board of Directors will decide whether or not to proceed with the business transaction.
- iv. If a business transaction has been entered into and the business partner is subsequently convicted of a criminal offence or reaches a settlement with the public prosecutor for a criminal offence, the Board of Directors will decide whether to terminate the business relationship, as far as possible under applicable law and the relevant agreement.

Article 4. Respect

- 4.1 Within the Company, respectful behaviour is practised both in collaboration with colleagues and in interactions with customers, partners and stakeholders. This means, among other things, that:
- i. customers and business partners are treated professionally, honestly and openly;
 - ii. employees have equal opportunities: no discrimination is made based on race, religious beliefs, skin colour, origin, gender, sexual orientation or other irrelevant grounds;
 - iii. the Company promotes the professional and personal development of its employees.

Article 5. Conflicts of Interest

- 5.1 The Company's activities are conducted in an ethical manner, avoiding situations that could create a conflict of interest or the appearance of a conflict between the Company's interests and the personal interests of employees. Others should not be placed in such situations either. This means, among other things, that employees of the Company do not engage in side activities that may risk compromising their ability to perform their duties with integrity.
- 5.2 Any employee who has or believes they have a conflict of interest must contact the Compliance Officer immediately.
- 5.3 Employees should be cautious in receiving and giving (financial) favours, promises and/or services such as gifts and reimbursement of travel, accommodation or entertainment expenses. The following rules apply:
- i. Cash donations are not accepted.
 - ii. Payments that could embarrass the Company are not accepted.
 - iii. (Financial) favours, promises and services that could cause undue influence are not accepted.
 - iv. (Financial) favours, promises and services that conflict with recognised business practices are not accepted.
 - v. The acceptance of more or less customary gifts as tokens of appreciation is permissible only as long as it does not obligate the recipient.

- vi. In case of doubt about whether accepting a (financial) favour, promise or service is permissible, an employee should consult the Compliance Officer.
- 5.4 Regarding providing (financial) favours, promises and/or services to third parties, the following applies:
- i. Providing insignificant and more or less customary gifts as tokens of appreciation is generally permissible.
 - ii. Providing cash amounts is not allowed.
 - iii. Providing (financial) favours, making promises and offering services that could cause undue influence or the appearance of such influence on the receiving party is not allowed.
 - iv. Providing (financial) favours, making promises and offering services if acceptance is known to be contrary to the receiving party's internal code of conduct is not allowed.
- 5.5 Very strict rules apply to providing (financial) favours, promises and/or services to public officials. Codes of conduct for public officials stipulate that they must not accept gifts that could be perceived as expecting something in return. Accordingly:
- i. Gifts of money are not allowed.
 - ii. Providing (financial) favours, making promises or offering services with the aim of influencing a public official's actions or decisions is strictly prohibited.
 - iii. Making promises or providing services to establish a relationship with a public official is also prohibited.
 - iv. Only with the approval of the Compliance Officer can a (financial) favour, promise or service be provided to a public official. The Compliance Officer will only grant approval if it is determined that the favour, promise or service complies with the applicable rules for public officials.

Article 6. Company Resources and Information

- 6.1 Each employee is responsible for the careful use, protection and maintenance of the Company's and its clients' resources.
- 6.2 Confidentiality of information from the Company, its clients, employees, business partners, and other stakeholders is protected and respected. This includes information obtained in connection with work at the Company that can reasonably be assumed to be confidential, considering the nature and character of the information and the circumstances of its disclosure. Examples include information about a company's financial position, (proposed) mergers and/or acquisitions, strategic decisions and potential major agreements.

Article 7. Compliance

This Code of Conduct shall be adhered to and promoted. No business shall be conducted with parties that act contrary to the spirit of this Code of Conduct. Violations of the Code of Conduct shall be reported to the Compliance Officer. Reports shall be handled confidentially and discreetly, with respect for privacy.

Article 8. Final Provisions

The Code of Conduct may only be amended by a decision of the Board of Directors (hereinafter referred to as the “BoD”) approved by the Supervisory Board (hereinafter referred to as the “SB”). The BoD may establish further rules to implement parts of this Code of Conduct, which must also be approved by the SB.

's-Hertogenbosch, 4 October 2019

The Board of Directors