

# Code of Conduct

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## A word from SD Worx' CEO, Chairman and CPO




The world is evolving fast, and we are faced with a demanding environment where challenging situations arise. When embracing changes, our core values serve as a foundation and the Code of Conduct, which relies on them, guide us.

The Code of Conduct reflects the fundamental principles and rules of SD Worx which define our interactions with our colleagues, customers, business partners, suppliers, and other stakeholders.

The Code of Conduct forms the basis of a strong company culture in accordance with the highest standards of integrity, respect, and ethical conduct. It provides for essential standards and lays the foundation for the way we conduct business. It gives us an ethical framework to support us and shape our actions and behaviours.

At SD Worx, we are determined to create a company culture that promotes accountability of all individuals for compliance, integrity and trust. The Code of Conduct must be strictly complied with. Every individual should know, understand and implement the Code of Conduct in practice, in particular since it represents what we stand for.

We thank you for your commitment and for embracing those principles.

		
Bruce Fechey Lippens	Filip Dierckx	Kobe Verdonck
CPO	Chairman	CEO

# 1. Introduction

This Code of Conduct establishes the core principles and rules of conduct that are to apply throughout the SD Worx group, and which should be complied with. This Code of Conduct applies to all ‘workers’ (i.e., those bound to SD Worx by an employment contract and other assimilated persons acting on SD Worx’ behalf, including and without limitation temporary workers and members of the board of directors) of the SD Worx’ group entities.

SD Worx expects all workers to understand and abide by this Code of Conduct and its related policies and procedures (including those that are jurisdiction-specific).

SD Worx is determined to see the principles contained in this Code of Conduct also apply in its relationships with its customers and other stakeholders, including business partners and suppliers.

## 2. Core principles

SD Worx is determined to act as a globally sustainable and ethical group.

SD Worx’ fundamental ethical principles require to act at all times:

- in accordance and in **compliance with applicable laws and regulations**,
- with **integrity, honesty, loyalty and respect**,
- while being mindful of the **impact** that one’s actions may have.

## 3. Human and labour rights

### 3.1 Human rights

As a HR provider, SD Worx is obliged to set a good example for others. That is why SD Worx raises the bar in the field of inclusive HR policy. SD Worx provides an optimal, healthy, safe and stimulating working environment where the diversity, integrity and dignity of each individual are safeguarded.

SD Worx requires compliance with, and respect of, internationally recognised human rights, including the fundamental rights embedded in the Universal Declaration of Human Rights, the European Convention on Human Rights, and the Charter of Fundamental Rights of the European Union.

SD Worx does not accept or tolerate any violation of human rights.

In particular, and without limitation:

- SD Worx does under no circumstance accept to resort to forced labour. SD Worx will only employ workers who are working of their own free will. No worker is required to lodge deposits, and no individual will be deprived of identity papers upon commencing employment with SD Worx.

- SD Worx requires compliance with the applicable legal minimum age requirements in all countries in which it is active.
- SD Worx requires that no discrimination is engaged in, in particular based on age, gender, birth, ethnicity, social or cultural background, religious/philosophical beliefs, political/syndical opinions, family or marital status, wealth, sexual orientation, physical or mental disability, health circumstances, part-time or alternative working schemes.

## 3.2 Working environment

It is essential that SD Worx' workers' right of association and right to collective bargaining as provided by applicable laws are duly preserved.

Compliance with applicable legal provisions ensuring welfare at work and fair working conditions, including those regulating working hours and compensation must be ensured at all times.

The health, safety, and security of SD Worx' workers and of third parties in the workplace must be ensured at all times. This commitment is supported by the Health & Safety governance established by SD Worx.

Conducts such as violence, bullying, abuse of power, harassment (including sexual or moral), intimidations, threats, degrading or disrespectful acts or comments, are all unacceptable.

## 3.3 Diversity, inclusion, and respect

SD Worx creates an environment that brings the power of diversity to life. It is an environment where people with different backgrounds and experiences can thrive in both their professional and personal lives.

All persons within SD Worx or with whom SD Worx' workers interact must be treated with respect, dignity and in an inclusive manner. All workers are open, fair and honest in their professional activities and in the expression of their views and must conduct themselves in accordance with the applicable laws and regulations.

Employment decisions must not be based on age, gender, birth, ethnicity, social or cultural background, religious/philosophical beliefs, political/syndical opinions, family or marital status, wealth, sexual orientation, or on physical or mental disability.

These commitments apply amongst other to all aspects of employment, including recruitment, hiring, compensation, evaluation, promotion and termination.

## 4. Compliance with laws and regulations

### 4.1 Corruption and bribery

Allegations of corruption, bribery, or other related forms of fraud (including influence peddling) – even if eventually unfounded – can significantly damage SD Worx' business and reputation.

SD Worx requires all workers to comply with all applicable anti-corruption and anti-bribery laws.

SD Worx workers may never, directly, or indirectly, give or offer anything to a third party, nor request or accept anything from a third party that is or could reasonably be viewed as an unfair advantage.

Workers must – amongst others – be particularly mindful not to engage in the offering/giving or soliciting/receiving of:

- improper gifts or acts of hospitality.
- improper payments such as gratuity, kickback, bribe, payoff, or advantage (whether in cash or any other form).

### 4.2 Fair competition

Compliance with competition and antitrust laws is key. These laws aim at ensuring that businesses compete fairly and honestly and prohibit conducts seeking to reduce or restrain competition. Compliance with these laws is ultimately in SD Worx' benefit as well.

All behaviours constituting a breach to competition and/or antitrust laws, including for instance unlawful agreements with competitors or acts/missions amounting to abuse of dominant position, are strictly prohibited.

### 4.3 Economic sanctions

A number of legal regimes put in place economic sanctions or similar restrictive measures, which may significantly affect the way SD Worx conducts its activities and/or lead to severe consequences.

SD Worx is committed to comply with applicable Sanctions Laws by regularly screening:

- third parties (customers, prospects and suppliers) against applicable Sanctions; and
- countries to avoid activities in or with embargoed countries.

SD Worx reviews sanctions as may be issued by the EU, UN, UK & USA, however depending on the type of sanction and applicability SD Worx will also review against other sanctions if deemed necessary.

## 4.4 Fraud

Any act aimed at breaching, deceiving, or circumventing applicable rules with a view to obtain an undue advantage (of whatever nature), whether for oneself or to the benefit of a third party, is strictly prohibited.

Such prohibition extends, for instance and without limitation, to stealing or otherwise obtaining undue funds, goods, or data, altering or destroying documents (including financial or accounting documents), laundering proceeds of illegal origin, etc.

## 5. Confidentiality and privacy

Through their employment with SD Worx, workers have access to various confidential information of SD Worx and its customers (including, customer data, business models, pricing, databases, etc.) or information which SD Worx holds in confidence from third parties. SD Worx aspires to the highest standards in protecting the confidentiality of this data and complying with privacy and data protection laws. SD Worx workers use and handle confidential information in a secure and confidential way. When SD Worx workers receive access to confidential information at SD Worx, they must treat personal data in a professional and ethical manner and act with privacy in mind in line with the following principles:

- Personal data is always considered confidential and may only be accessed or disclosed when authorised and where necessary from a professional perspective
- Personal data is only collected and used for well-defined and legitimate professional purposes
- SD Worx is transparent in its use of data and returns fair value to customers and staff in return for it.

## 6. Business conduct

### 6.1 Conflict of interests

A conflict of interests' situation may arise when the business judgment of a worker may be affected as a result of any relationship, he/she/they has/have with another person or business entity (including, for instance, with customers, partners, suppliers, service providers, subcontractors, current/future workers, competitors).

When performing his/her/their functions for SD Worx, every worker must prevent any form of (apparent) conflict of interests (whether of a financial, personal, or other nature).

SD Worx expects each worker to report to their immediate line manager, in advance, and in any event as soon as possible, any situation that may give rise to a suspicion of conflict of interests, and which the worker has not been able to remedy in any other way, for prompt resolution.

## 6.2 Communication

It is essential for SD Worx that any of its communications is correct, up-to-date, complete, adequate, and timely.

Unless duly mandated to speak on behalf of SD Worx, workers must obtain specific authorisations before making public communications or publishing written statements claiming that these are made/published on behalf of SD Worx (unless required to do so under applicable laws and regulations).

In the absence of such mandate or authorisation, if workers – whose freedom of speech is respected by SD Worx – participate in public debates as part of their private life, they should never claim to speak and/or act on behalf of SD Worx.

When using social media, each worker is responsible for what he, she or they post. If a worker chooses to include a link to SD Worx on their personal profile, SD Worx expects that no conversations will be posted that could pose a risk to the reputation of our organisation.

## 6.3 SD Worx contracts

In order to ensure consistency, compliance, cost-effectiveness, and risk control in relation to the contracts entered into by SD Worx, workers must ensure that no service is delivered by SD Worx to a customer, and conversely that no service is provided by a partner, supplier, services provider or subcontractor, before a contract has been duly reviewed, approved and signed on behalf of SD Worx (including by an SD Worx representative holding the required signature rights).

Once a contract has been signed, workers must ensure that it is properly filed/archived and that its performance is properly monitored over time.

## 6.4 Use of SD Worx assets

Unless expressly agreed otherwise or authorized by applicable law, workers must use the assets of SD Worx in a professional way in line with the purpose for which they are intended and in compliance with the SD Worx security and privacy policies.

Workers must also take reasonable measures to safeguard SD Worx' assets from loss, theft or other forms of misappropriation.

SD Worx' assets include, without limitation:

- tangible assets (such as office premises, information technology equipment, office furniture, etc.).
- data and information systems.
- intellectual property rights (including, without limitation, patent rights, software rights, trade secrets, etc.).

## 7. Sustainability

### 7.1 Environment

SD Worx showcases its commitment towards the environment by operating in compliance with EU regulations and legislative requirements. SD Worx is committed to managing its activities to promote environmental sustainability, conserve and enhance natural resources, prevent environmental pollution, and continually improve its environmental performance.

Through this commitment, SD Worx seeks to avoid adverse environmental impacts resulting from its operations and/or from the operations of the stakeholders with whom it works. SD Worx may thus seek certain undertakings from its stakeholders, so as to ensure, for instance, that they also adhere to the same.

SD Worx always expects its workers to consider the environmental impact of their actions and how they conduct their activities. They should strive to reduce resource consumption (including energy, water, and supplies) and minimize the negative environmental impact of their activities, including waste, emissions, and other pollutants.

### 7.2 Business & Social sustainability

For SD Worx, sustainability is about more than the environment. SD Worx seeks to generate a positive social impact, by unleashing the potential of all its employees, contributing to fostering inclusive communities and business practices that integrate sound ESG objectives. In doing so, SD Worx aspires to be a catalyst for our stakeholders by providing digital and sustainable services & solutions.

## 8. Dealing with securities

Workers must always comply with applicable laws and regulations, as well as with SD Worx' rules, regarding trading in SD Worx securities and inside information. It is essential that workers do not misuse and maintain the confidentiality of inside information (as applicable) as well as refrain from market manipulation.

## 9. Partners and suppliers of SD Worx

It is essential for SD Worx that all partners, suppliers, services providers, and subcontractors it engages with – which SD Worx is committed to treat fairly in all respects – are trustworthy, will support an open and honest collaboration and do not expose SD Worx, its workers, its customers and/or its other stakeholders to particular risks.

SD Worx is therefore determined to see the principles contained in this Code of Conduct also – to the extent relevant – apply in its relationships with such stakeholders.

To the extent relevant, SD Worx will seek to translate and embed such principles and rules in its relationships with such stakeholders, including – as the case may be – by means of due diligence obligations, firm contractual undertakings and other related measures imposed on such stakeholders, without prejudice to the advance screening of such stakeholders conducted by SD Worx.

## 10. Reporting concerns

### 10.1 Whistleblowing

Workers are encouraged to speak up about behaviour in the workplace that is illegal or unethical, including violations of national law and regulations and anything that affects the public interest in the field of, for example, conflicts of interest, transgressive behaviour, infringement of ethical policies and misconduct. Breaches can be reported in different ways and all reported cases will be handled in a discrete & anonymous manner.

### 10.2 Non-compliance

SD Worx will not tolerate breaches to this Code of Conduct and its related policies (including, without limitation, non-compliance with applicable laws and regulations).

For workers of SD Worx, proven non-compliance with this Code of Conduct may result in disciplinary sanctions, up to and including dismissal for serious misconduct in accordance with applicable laws and regulations, in particular local work regulations.

As regards other persons whose relationship with SD Worx required them to comply the principles and rules contained in this Code of Conduct (namely customers and other stakeholders, including partners, suppliers, services providers and subcontractors), proven non-compliance with this Code of Conduct may result, amongst others and as the case may be, in termination of contract and/or revocation of mandate, depending on the nature and the seriousness of the breach involved.

The above is without prejudice to SD Worx' other remedies under contract or at law.

## 11. Document control and revision history

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### Revision History

<i>Date</i>	<i>Author</i>	<i>Version</i>	<i>Changes</i>
6/05/2022	HR & GICC	1.0	Approval ExCom
30/06/2022	HR & GICC	1.1	Minor updates based on HR Leader review
30/09/2024	GICC	1.2	Minor updates, including expansion of environmental section to (Environmental, business & Social) sustainability

### Related documents

<i>Nr</i>	<i>Document title</i>	<i>Document number</i>
1	Security & Privacy Policy	PCO.02.01
2	Whistleblowing	PCO.03.02

## ANNEX 1 - Decision-making guide

Addressing and resolving (ethical) dilemmas may be complex. The below guidance provides for non-exhaustive steps which workers can consider when assessing the response to be given to such dilemmas.

Step 1: Identify the dilemma and evaluate the potential risk for SD Worx, third parties and yourself:

- What is the dilemma, is the situation consistent with the principles and rules of this Code of Conduct?
- What is the potential risk for SD Worx?
- What is the potential risk to third parties?
- What is the potential risk to yourself?

Step 2: Consider various actions, their outcome and their consequences:

- What are the facts? What additional information would be useful?
- Which part(s) of this Code of Conduct would be applicable in this situation?
- Which laws and regulations are relevant?
- Who should be consulted to help solve the problem?

Step 3: What is the best action plan?

Step 4: Evaluate the (potential) results of your action(s)

- Are you following the letter and spirit of the rule(s) applicable?
- Will you know whether you have made the right decision?
- Are you certain that your actions are legally and ethically responsible?
- Are you dealing with the situation in a fair and honest fashion?
- Would you feel embarrassed if your family, friends and colleagues would be made aware of your decision?
- Would the reputation of SD Worx be harmed if your actions were to be exposed in the media?
- Do you feel uncomfortable about this situation?
- Would a person's life, health, safety or reputation be jeopardised by your action?
- Would the intended action appear inappropriate/wrong to a third party?

Step 5: Report.

- If necessary, report your concerns line with section 10 – Reporting concerns.
- Reflect on the actions taken and the lessons learnt.