

intive

# | Code of Conduct

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November 2019

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# \_A message from the CEO



Dear intivers,

becoming a **global digital powerhouse** is a challenge for all of us. In twenty years, we've grown from five different companies into a large, powerful organization spanning Europe, North and South America. We've merged, reorganized ourselves, got to know each other, and the market. Business, at its core, IS change.

We've changed a lot but at the heart, we're still the same **inspired people** who spend their days together and are here to make a difference. We want the digital environment to be open for everyone. We strive to make it accessible and sustainable, remembering that our broad footprint calls for **responsibility**.

It's the sense of ownership that helps us build strong products. It's the sense of belonging that makes us act right. This Code of Conduct reminds us how to navigate in our everyday tasks. It's based on our core values and reflects our **respect**: for each other, our business partners, international laws and company assets.

We have all the crucial ingredients required for success: dedicated professionals, great clients and the exceptional digital solutions we build for them. We're in this **together**.

Thank you for putting integrity first.

Sincerely,

Gurdeep Grewal

A handwritten signature in black ink, appearing to read 'G. Grewal', written over a thin horizontal line.



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# Company culture

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# Who are we as intive?

We're here to win **trust in digital transformation**. We know what it's capable of and we're good at it. We've contributed to numerous success stories driven by technology expertise and curious, passionate people.

We value **Empathy, Agility** and **Enthusiasm** in everything we do. Our Empathy translates into paying close attention to another person's perspective, whoever they might be. Our Agility and Enthusiasm turn our projects into fascinating journeys that transform our customers' businesses, our peoples' professional paths and intive itself.

We want intivers to feel **fulfilled**. Professional satisfaction paired with an open working culture are two important factors behind our most successful projects. We believe in learning and knowledge sharing and make sure that at **intive ideas have space to grow**.

We want our customers to enjoy all the benefits of going digital. We treat each endeavor like it's our own, building upon **partnership, trust and respect**. We listen carefully, consult and provide services and solutions that challenge the status quo.

Business and business culture have a real impact – we strive to use each opportunity to **make a positive change**. We're responsible for how we run our business and how it affects peoples' lives and shapes the future. We innovate so that the digital world is open for everyone.

## OUR VISION

We believe that digital technologies open up entirely new, promising opportunities. We help enterprises accelerate this digital transformation to create value and enhance the quality of life.

## OUR MISSION

We boost enterprise value. We enable forward-thinking enterprises to seize profitable business opportunities, combining design and technology to create exceptional software-based solutions.

## OUR VALUES

We act with Empathy, Agility and Enthusiasm, discovering our partners' needs, adjusting to continuous change and welcoming positive curiosity.

# Why does acting good matter?

**intive is us** and, at the same time, **we're all much more than intive**. We come from different backgrounds, carry diverse experiences and enrich the company with our unique stories. Together, we develop an organization that grows with us and thanks to us.

We never ask newcomers to embrace **Empathy, Agility** and **Enthusiasm** when joining the company – **those who join us, already embody these values**. What we ask from our people is holding on to them, at all times and in all professional situations.

**The way we act as intivers matters** just as much as the services and solutions we provide. We don't make up the rules as we go along – we foster a business and a working culture based on **trust and respect** for each other, our business partners, suppliers and all applicable laws and regulations.

As a company, we're only as reliable and fair, as the decisions we make in our everyday work. By being in line with this Code of Conduct, intivers build the company's 20 years history and turn the organization into **a better business partner**, employer and a socially responsible entity, task by task, project by project.

**NEVER SETTLE**  
IS OUR MOTTO AND A PROMISE.

# **How does the Code of Conduct work?**

**The intive Code of Conduct** came into force on 06/28/2019 and is a living document revised regularly to reflect our **professional standards** and address **current regulations** that impact our business.

This Code is based on our core values and provides **guidance in professional situations**. The principles we embrace promote integrity throughout our business activities.

It's applicable to all the legal entities that form the intive Group, all employees, including board members and B2B contractors as well as others who temporarily work or provide services for or on behalf of intive.

While all of us are expected to act ethically and responsibly, **each manager at intive is obliged to serve as a good role model** and promote ethical behavior in his or her unit.



# What are the general principles?

## **Follow the intive values**

Empathy, Agility and Enthusiasm make us act with care, focus and engagement. Be honest, fair and always willing to support an open and friendly working environment for all of us.

## **Embrace our key attitudes**

Cooperation is easier with a can-do attitude, engagement, responsiveness and a readiness to learn. Your mindset makes all the difference.

## **Don't hesitate to speak up**

At intive, taking action is important – we stand against any form of misbehavior in our professional environment. Report what you believe is a violation of our Code, values, procedures or the law.

## **Respect applicable laws and regulations**

Doing the right thing requires obeying the law and internal regulations. Make sure you know the applicable laws and always act with the best practices and high standards in mind.

## **Take good care of our business partners**

Building trust takes years; losing it can happen in a day. Always act responsibly, respect confidentiality and keep in mind the partner's perspective and values.

## **Safeguard company assets**

intive trusts us with the Group's physical assets, confidential information, intellectual property and also environmental resources. Act with care and attention, in whatever you do.



# Why is speaking up so important?

All our actions matter and become part of the bigger picture. All our doubts and concerns should be addressed and treated with care. We're committed to a **culture of openness and transparency** – the sooner a problem is recognized and communicated, the faster it can be resolved. That's why we value feedback and learn to listen. Every day.

If you have any doubts whether your or other people's conduct is in line with our Code, values or other regulations, your **Line Manager** is likely the best person to speak to as s/he knows you, your organizational unit and your responsibilities. If you're not comfortable talking to your Line Manager, you can turn to **Human Resources, the Compliance Team or the Legal Department**.

And if you are not an intiver and have noticed that some of our activities are not in line with this Code, don't hesitate – let us know.

Contact us at: [complianceteam@intive.com](mailto:complianceteam@intive.com).

## WE DON'T TOLERATE RETALIATION

A culture of openness means protecting the rights of those who report issues in good faith. Any retaliation action against an individual for reporting in good faith a violation will not be tolerated and is in itself treated as a violation of our Code and should be reported accordingly.





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each other**

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*\_It's not like we get life-changing lessons every day.  
What's sure though, is that we're the sum of  
our everyday actions. We spend together  
a lot of time and aim to make  
the most of it.*

# Non-discrimination and preventing harassment

We always protect **diversity** and provide **equal opportunities** at our workplace. At intive, we're all treated equally with regards to entering and terminating an employment relationship, the terms and conditions of employment, promotion opportunities, rewards and benefits, and access to professional training. In every aspect of our company life, **our individual professional qualifications are the only basis for the evaluation of our performance**. We're all responsible for contributing to an inclusive and non-discriminatory working environment for our colleagues.

We do not tolerate discrimination based on racial or ethnic origin, nationality, pregnancy status, sex, gender identity or expression, sex

life or sexual orientation, age, mental or physical disability, medical condition, marital status, veteran status, political opinions, personal interests, religious or philosophical beliefs, trade union membership, employment conditions or any other characteristics.

**All managers should serve as positive role models in this respect and make sure that they create and promote a working culture free from unjust or prejudicial treatment and harassment.**

More details about preventing discrimination in different intive's locations can be found on our intranet sites.

## RESPECT IS NOT JUST A WORD

Any conduct that can be considered as mobbing, harassment, intimidation or bias is not welcome at intive. That's why you should avoid things such as (but not limited to):

OFFENSIVE LANGUAGE

INAPPROPRIATE JOKES

RACIAL OR GENDER SLURS

DEGRADING COMMENTS

DISPLAY OF SEXUALLY SUGGESTIVE PICTURES OR PORNOGRAPHY

**YOU SHOULD ALSO REACT WHEN WITNESSING SUCH BEHAVIOR**

# Conflict of interest

A conflict of interest can happen when what we do outside the workplace overlaps with our work inside the workplace. As intivers, we should avoid conflict, or the appearance of conflict, between our personal interests – or those of our family members or friends – and our company's interests. Some areas may be particularly exposed to conflicts of interest.

Think about:

- \_ **recruitment** (being a hiring manager or a supervisor when hiring somebody you know),
- \_ **contracts outside of intive** (advisory roles, board memberships, etc.), especially with our competitors,
- \_ **supply** (using intive suppliers for personal benefit),
- \_ **gifts and entertainment** (giving or accepting gifts, entertainment and other benefits that create a sense of obligation).

## RESPECT IS NOT JUST A WORD

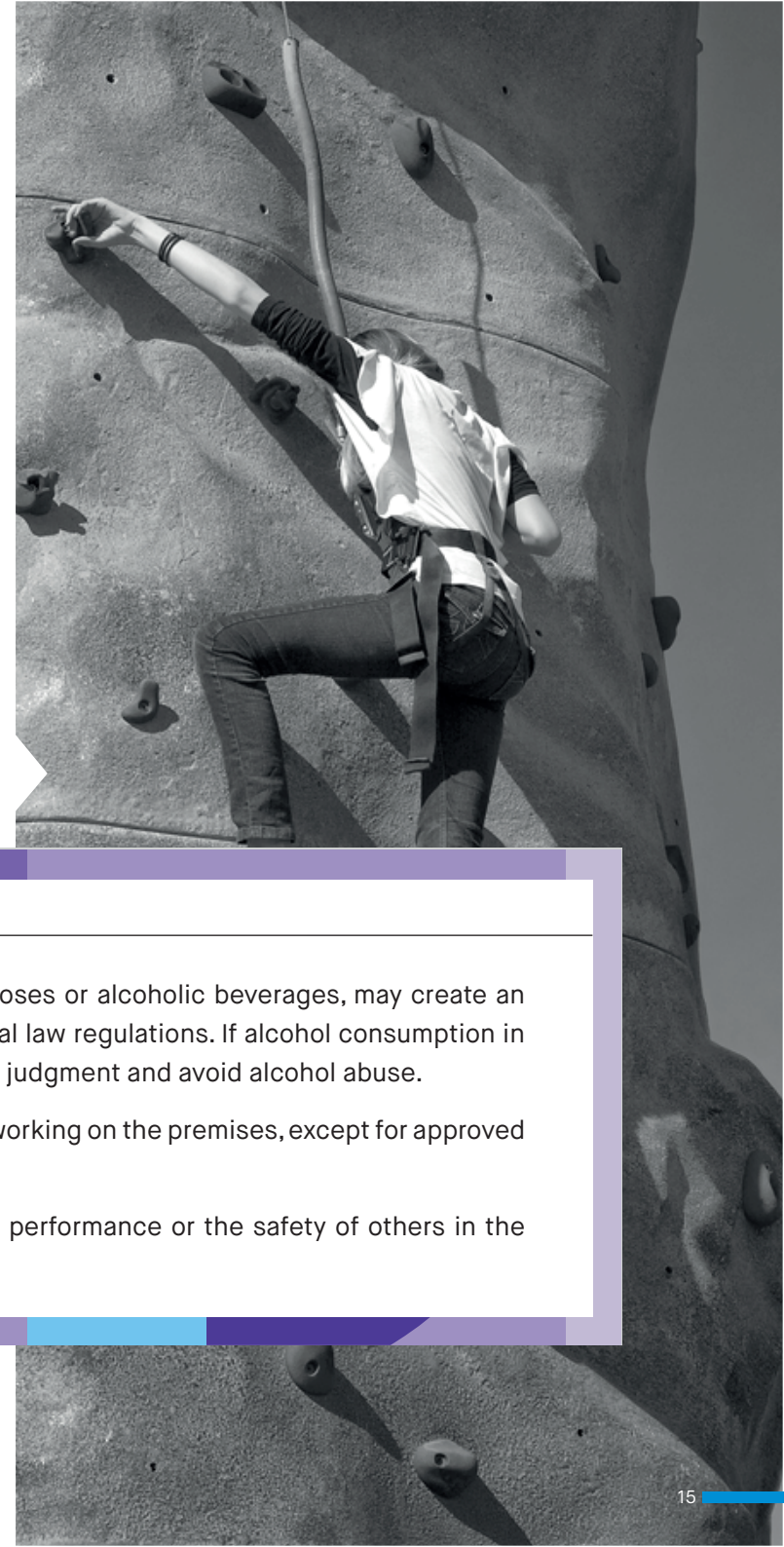
- \_ When considering a particular action, think whether it creates a situation in which your ability to make business decisions related to intive is compromised by your personal relationships or financial interests outside the company. If the answer is 'yes', you probably face a conflict of interest and you shouldn't proceed.
- \_ Most conflicts of interest can be avoided or managed successfully. For example, a romantic relationship between a manager and a subordinate causes a conflict of interest that can be handled by adjusting the work arrangements of either or both individuals involved. It's always better to be open about your concerns than to do nothing and accept a situation which is not tolerated by intive and other co-workers.



# Employee health and safety

Ensuring our health and safety is one of the basic obligations of an employer. We follow all the **health and safety regulations** but also promote **healthy lifestyles** and support activities that enhance employees' health, well-being and **work-life balance**.

We do not engage in hazardous activities that could put our or other individuals' health at risk. We also have **zero-tolerance towards any kind of violence** or hostility, including verbal attacks, threats, intimidation or weapon possession on intive's premises.



## RESPECT IS NOT JUST A WORD

- \_Working under the influence of illegal drugs, controlled substances used for non-medical purposes or alcoholic beverages, may create an unacceptable safety risk. Alcohol consumption on office premises is subject to national and local law regulations. If alcohol consumption in your office is prohibited, it will not be tolerated, and if it's permitted, you should always use good judgment and avoid alcohol abuse.
- \_Also, selling, distributing, transferring or possessing illegal drugs or controlled substances while working on the premises, except for approved medical purposes, is not allowed.
- \_If a Line Manager suspects that you're under the influence of substances that can affect your performance or the safety of others in the workplace, s/he may request a drug or alcohol screening, if permitted by the local law.



# Fraud

We value honesty and transparency. This means that any deliberate manipulation when acting on behalf of intive won't be tolerated. Fraud is defined as **intentional deception, misappropriation of resources or manipulation of data** to the advantage or disadvantage of a person.

We strive to build an **anti-fraud culture** in our organization.

## EXAMPLES OF FRAUD INCLUDE:

FALSIFIED OVERTIME TO EARN MORE

PRESENTING FALSE MEDICAL INFORMATION TO OBTAIN BENEFITS

UNRECORDED VACATION OR SICK LEAVE

STEALING CASH OR EQUIVALENT (EQUIPMENT/SUPPLIES)

USING CORPORATE CREDIT CARDS FOR UNAUTHORIZED PURCHASES

ENTERTAINMENT WITHOUT A LEGITIMATE BUSINESS PURPOSE

MISSTATING FINANCIAL INFORMATION IN THE COMPANY'S BOOKS AND RECORDS



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- \_ We've taken many steps to be a reliable business partner to our customers, suppliers, contractors and other counterparts. We treat all parties as partners and trust as a precondition for cooperation.*

# **\_Handling personal data**

**As a company operating in the IT industry, we strive to provide our customers with maximum security regarding the personal data they entrust us with. We adhere to all applicable laws and we've defined strict internal policies which guide us in handling personal data. To make it easier for all intivers to act in line with the privacy laws and internal policies, a set of these documents is always available on our intranet sites.**

## **Security of services:**

We've implemented appropriate technical and organizational measures, which are always subject to individual arrangements with the customer. If our customer doesn't impose on us any requirements, we always meet the industry-recognized standards. Our own infrastructure ensures secure deployment of services, safe data storage, communication, etc.

## **Authorizations:**

Our internal regulations strictly limit access to and use of customer data as well as require that each of us takes measures to protect it from unauthorized access. We all complete mandatory trainings on data protection and understand our responsibilities and procedures. We collect, use and access customer's personal data only as authorized by privacy and security guidelines, and also applicable data protection laws.

## **Incident management:**

We have an incident management process in place to be able to immediately respond to potentially dangerous occurrences and keep our customers fully informed of any security breaches related to their projects.

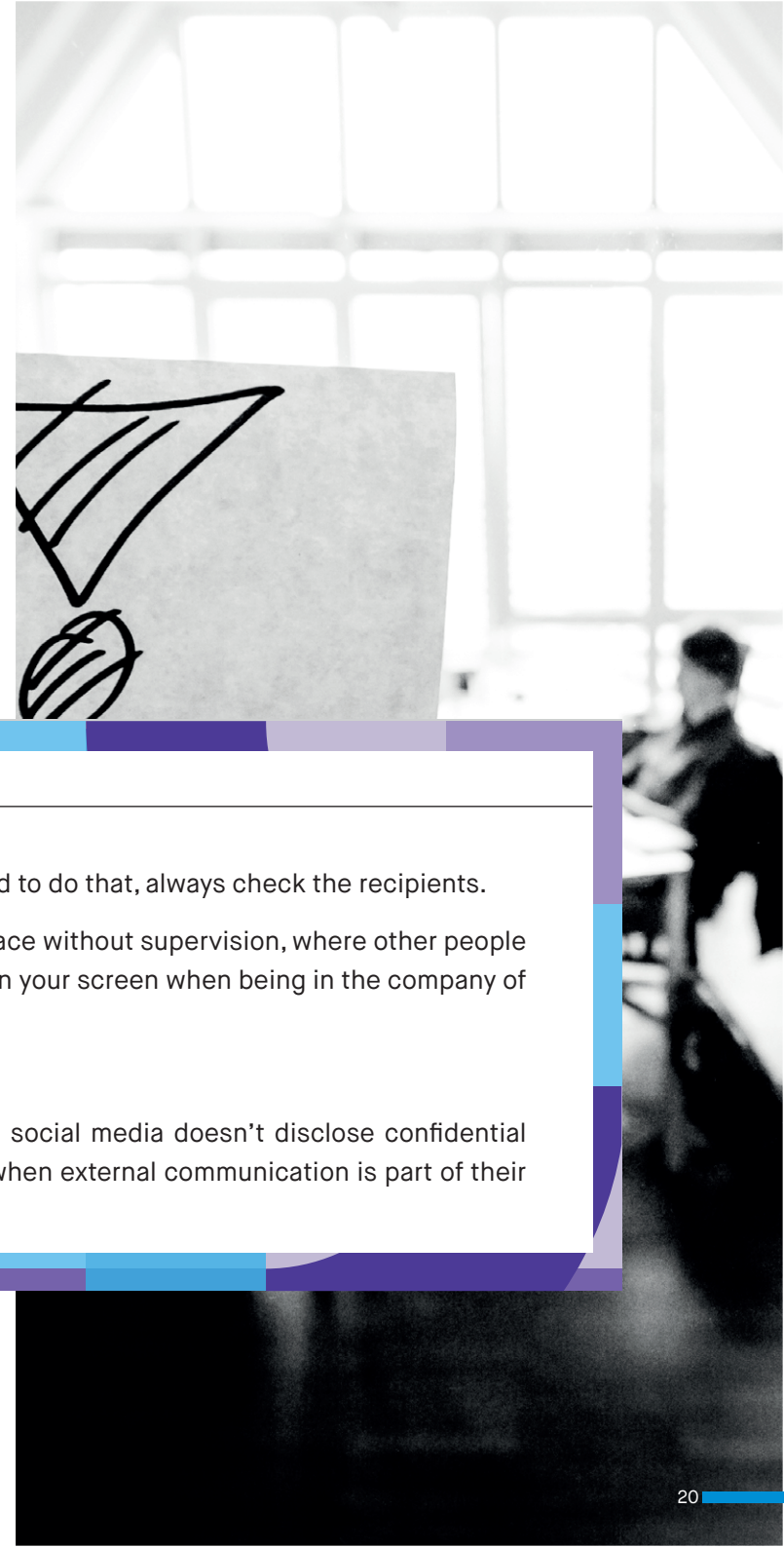
## **Data processing agreements:**

We have designed a Data Processing Agreement template, which contains adequate provisions for personal data we process. It balances the risk and responsibilities between the data controller and data processor in accordance with the law. The agreement is applied whenever it's needed.

# Confidential information

Confidential information at intive is any technical, commercial and/or other information on businesses, products, prices, programming techniques, customers, prospects, vendors, processes and/or future plans.

We safeguard the **business value of information** whether it's ours or belongs to another organization, which means that we disclose it only when we are authorized to do so.



## RESPECT IS NOT JUST A WORD

- \_ Sharing confidential information with someone by e-mail requires extra cautiousness. If you need to do that, always check the recipients.
- \_ Documents containing confidential information should not be left on your desk or in any other place without supervision, where other people can have access to them. Consistent with that, you should also pay attention to data displayed on your screen when being in the company of others, e.g. when you're travelling or giving a presentation.
- \_ In public places, avoid any discussions on confidential information (including on the phone).
- \_ Use your best judgment while using social media. Make sure your outside communication via social media doesn't disclose confidential information and remember that only designated employees can speak on behalf of intive (e.g. when external communication is part of their duties).



# Ensuring the quality of provided solutions

**Empathy** is one of our three core values. We listen carefully to our customers and value a **partnership approach** based on trust. Our philosophy in business helps us meet the most demanding requirements of today's highly specialized industries.

We provide our clients with leading-edge solutions and services. Agile development methodology, Quality Assurance procedures and strict SLA agreements guard our competitive standards.

## RESPECT IS NOT JUST A WORD

- \_Interact with your customers and listen to their needs in order to identify the best possible solutions and deliver on your promises.
- \_Always keep your customers updated.
- \_Ensure that any information you share is correct, complete and communicated in plain language.
- \_Present our services in an honest and straightforward manner.
- \_Respond to all legitimate questions and requests in a timely manner.
- \_Always evaluate the risk that may be caused by new technologies.

# Continuous improvement

We're always curious and hungry for more. **Enthusiasm** is encoded in our conduct as intivers and we take pride in never settling. We get creative, mixing technologies, combining techniques and challenging assumptions.

How do we get better at what we do?

**Feedback is key** – giving feedback is our habit and an important part of our intive culture.



## RESPECT IS NOT JUST A WORD

- \_ Your workplace is a place to learn new things. Take advantage of intive's internal and external training possibilities. Ask your Line Manager for the best development opportunities and follow our internal communication.
- \_ Keep yourself up-to-date in terms of regulations applicable to your professional role.
- \_ Give feedback on a daily basis, both strengthening (focusing on the positive aspects) and developmental (enabling change and growth), regardless of your position in the organization.

# Suppliers

In our business operations, we look for suppliers that are as committed as we are to achieve their goals in an **ethical way**. We pay great attention to the selection process of our suppliers and carefully consider supplier background and qualifications.

We also strive to ensure that all key suppliers confirm they are familiar with the company's **Anti-bribery and Corruption Policy** as well as **Modern Slavery Policy** and agree to comply with their provisions and all applicable anti-corruption and modern slavery laws.





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— We respect  
the law

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- As a global business, our responsibility is to comply with international, national and municipal regulations, wherever we're located. Laws change – we need to stay on top of these changes.*



# Legal Compliance

Each intiver should know and respect the legal obligations that apply to their role in the company and **is expected to comply with applicable legal requirements** and prohibitions.

If you have any concerns or questions about legal obligations that apply to your role, the Compliance and Legal Teams are here for you with necessary guidance and assistance.

## Anti-slavery statement

intive is committed to fully comply with all obligations regarding counteracting modern slavery, including one of the toughest legislations in the world – the UK Modern Slavery Act 2015 (“MSA”).

We have **zero-tolerance towards modern slavery**, and we strictly prohibit it in all operations, the supply chain and in any form, including aiding, abetting, counseling or procuring an offence under the MSA. In order to prevent modern slavery in every aspect of intive’s activity, appropriate controls are engaged, according to the internal policy.

Everyone working for – or cooperating with – intive is responsible for preventing modern slavery, which means avoiding any activities that might be, assist or enable modern slavery.

We do not accept child labor and forced labor practices and expect our suppliers and contractors to strictly adhere to this standard.

We offer fair living wages and non-wage benefits.

# Anti-bribery and corruption

We have **zero tolerance towards acts of bribery and corruption** and we prohibit them in any form.

We don't make and don't tolerate any kind of facilitation payments.

We've implemented an **"Anti-bribery and corruption policy"** which provides clear guidance and encompasses numerous reporting and monitoring controls.

## RESPECT IS NOT JUST A WORD

\_Drawing the line between hospitality and bribery or corruption may be difficult and can differ from one jurisdiction to another. This is why the limits set for gifts and entertainment provided in our internal policy should always be respected.

\_Make sure you take part in mandatory training for all intivers.

# Competition laws

Fair competition laws are introduced to promote dynamic market competition by regulating anti-competitive conduct by companies. They address areas such as illegal agreements between competitors that restrict free trading and competition, abusive behavior by a company dominating a market, exclusivity arrangements or pricing.

**We want to outperform our competitors fairly and never engage in any activities that violate competition laws.**

## RESPECT IS NOT JUST A WORD

- \_ The intellectual property rights of our competitors and other third parties require special attention. Be careful when using third-party software, including commercial and open source software.
- \_ Only gather and use competitors' information that is known to be legitimate and obtained from publicly available sources (media reports, financial reports, official publications, speeches by company representatives, etc.).
- \_ Don't discuss with competitors the price of our services or other confidential information.
- \_ Avoid making comments on competitors' products or services in an inappropriate or dishonest way.

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**We respect our  
assets**





- We wouldn't get to where we are without gifted people and their readiness to learn. intivers are the company's most precious asset. Expertise and intellectual property must always be protected – they're part of our competitive edge and are subject to confidentiality agreements with our clients.*

# Professional fulfillment

We aim to be a company in which people **enjoy** what they do, one that brings them **professional fulfillment** and satisfaction in everyday life. We want to build a work environment where all our people have a chance to develop their skills and sharpen their minds.

With **Agility** as one of our core values, we believe in continuous growth and learning that can transform each individual and the whole organization. Individual learning advances organizational learning, so we invest in training opportunities, work on internal communication and encourage internal mobility.

We offer **clear and documented career paths**. Career management is held by direct managers who regularly meet with employees to set development goals and discuss professional future. Those meetings are a space for **feedback** from both sides and an opportunity to discuss work, projects, teams, challenges, company and anything that appears to be important to the employee or the manager.

We run our recruitment processes based on good practices developed over our long company history. We provide detailed feedback to candidates whom we cannot offer employment opportunities. We also conduct **exit interviews** that help us learn by our mistakes.



# Assets' protection

intive's assets include physical assets and intangible assets, such as confidential information, intellectual property and information systems. intive provides us with all the necessary assets and we're **personally responsible for protecting them**. This means that every intiver should avoid situations that could lead to loss, misuse, theft, or unauthorized disclosure of entrusted assets.



## **RESPECT IS NOT JUST A WORD**

- \_ Common sense is crucial. Use company resources only for legitimate business purposes. However, incidental, personal use of a company phone, email and the internet is not the end of the world. Naturally, it should never interfere with your professional duties or include actions which are illegal, inappropriate or not compliant with the Code.
- \_ intive has the right to monitor your email, phone and internet activity as well as activity on other systems, to the extent permitted by the local law.



# Accurate books and records

Responsibility to our shareholders requires **making the best use of company funds, assets and information**. We all need to make sure that company money is spent in an appropriate manner. Managers are responsible for all the money spent by their organizational units and should carefully consider all expenses before approving.

**Accuracy, transparency** and **completeness** of company books and records are vital. Inaccurate financial reporting could result in serious consequences for intive, including financial penalties and a reputational crisis. Our financial statements and regulatory reports need to comply with all applicable accounting principles and fairly represent company condition and results.

To ensure compliance with accounting, tax, legal and other applicable requirements wherever we run our business, we have a **system of internal controls**: combined policies, authorization procedures and processes executed by adequate functions.

**Professional, compliant** and **transparent** management structures provide clear decision-making paths and define responsibilities. Our organizational structure and any changes to it are being communicated to all intivers through internal communication channels.





# Intellectual property

Intellectual property refers to **ideas** and **information**. intive's intellectual property rights include logo, trademark, "know-how", patents, software and source code, among others. The products of your work are part of the intellectual property we protect and value. Any work you create as an intiver, in connection with your official duties and using company time, resources or data, belongs to intive.

## RESPECT IS NOT JUST A WORD

- \_ Use the company name and brand images thoughtfully, in good faith and as authorized by the Marketing Department. The same applies to the use of the intive logo for any business or commercial venture.



## A few closing thoughts

This Code of Conduct doesn't include all the legal and ethical obligations that apply to our work. It provides an **overview** of the most important ones and a source of **best practices**. You'll find all global and local procedures applicable to your function on our company intranet sites. Make sure you're up-to-date with all obligatory training and when in doubt, **contact your line manager**.

Making the right decisions is not always easy. We all make mistakes and, frankly speaking, that's how we learn. What's important is to **never hesitate to ask or raise concerns**. If you have any questions or doubts regarding the implementation of this document, please contact your Line Manager, Human Resources, the Compliance Team or Legal Department.

Sometimes, it makes all the difference.

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is our motto and a promise.