



Principles for Ethical Business Conduct and Counter-Bribery Program in Oswo AS

Approved by Board of Directors on 25 June 2024

1 General

Vision: Oswo AS shall through dedicated work, values and innovative capabilities be established as an attractive business partner for all our customers.

To succeed with our vision and goals, our work and behavior must be founded on values of trust, credibility and respect towards our customers, suppliers and any other business partners. Oswo has actively chosen to work systematically against any form of corruption, bribery and improper business standards. This is a responsibility everyone in Oswo from the Board, management and all employees have committed to, and which is part of the daily operations throughout the company.

The purpose of these Principles is to make Oswo AS' expectations concerning personal behavior very clear, in order to make sure we work in an ethical and responsible manner. Thus, we have made a set of rules and values that must be complied with by all our employees and business partners. Furthermore, the Principles are instructions on how our employees are to react whenever they are put in situations where they may be exposed to corruption, or they are under pressure to participate in unethical behavior. There is an explicit responsibility on each and every employee or business partner to understand these Principles and contribute to compliance even in difficult or stressing situations.

These Principles are expressions of Oswo AS' basic views on responsible and ethical behavior. They are not conclusive nor will they cover any ethical dilemma. Good and sound judgment is expected in order to determine if a particular action or decision is ethically responsible. If in doubt, all staff is expected to seek advice from his/her supervisor, HR officer or CEO.

2 Personal behavior

All staff shall contribute to the working environment in Oswo AS, so that it represents equality, diversity, openness and tolerance. Everyone should behave with integrity and respect towards any colleague, customer, supplier or competitor. Oswo AS will run our business in a just, honest and open manner.

2.1 Discrimination and Human Rights

Oswo AS will not tolerate any kind of harassment, bullying, discrimination or any other form of improper behavior towards colleagues, customers, suppliers or any other person with whom you interact during work.

We accept, respect and comply with Norwegian law and international resolutions, like the act for Human Rights. Oswo AS renounces any form of human trafficking, child labor and prostitution.

2.2 Confidentiality

Sensitive information will be handled with care and loyalty, also when confidentiality is not explicitly stated. Information about personnel or other colleagues is always to be treated confidentially. Any information from customers, suppliers and ourselves are to be treated confidentially.

2.3 Health and Safety

Oswo AS' prime responsibility is to take care of the safety and health of our employees. Oswo AS shall be a safe and good place to work, with a good working environment. All personnel are obliged to contribute to this, both concerning own safety (and use of protective equipment), general well-being, and participation in the HSE-program of Oswo AS.

2.4 Transparency Act

Oswo AS is covered by the Transparency Act and committed to conduct business in an ethical and responsible manner. We are respecting internationally recognized human rights and business principles. Sustainability is an integrated component in all procurement activity and sets clear human rights expectations and requirements for all our suppliers. We regularly conduct due diligence assessments of our supply chain in line with the OECD guidelines.

2.5 Environment

Oswo AS focuses on preservation of nature and our environment. Our staff is expected to be conscious of the effect to the environment caused by our behavior and decisions, and actively participate in Oswo AS' environmental work. This includes, among other things, emissions to our surroundings, water and air, resources such as energy consumption and consumables, optimizing source separation and recycling. Oswo's goal is to be climate neutral in accordance with national and international climate goals.

3 Integrity and possible conflicts of interests

Oswo AS staff shall avoid situations where there are grounds for conflicts of their own personal and/or financial interest and those of Oswo AS. Oswo AS expects staff to be loyal towards their employer, and that they will never contribute to activities that may harm Oswo AS. This loyalty is also expected towards our customers.

3.1 Bribery

In its simplest form, a bribe is an illegal transaction where someone would exploit their position to gain a personal advantage.

Oswo AS employees shall never accept, receive, give or offer any form of bribery, direct or indirect, to gain a business advantage, nor give any party any business advantage as a result of bribery.

Bribes are often in the form of money, but could also be other types of advantages, such as a service, unfair treatment or in the form of a promise. Advantages can take the form of hospitality, travel arrangements, gifts, donations or private / personal favors. They can also be promises of future advantages, promises of a particularly good reference, press coverage etc.

Bribes can, and are meant to, influence judgment and decisions of the involved parties, and could place employees in difficult situations.

3.2 Integrity and gifts

Exchanging gifts is a tradition in most cultures around the world. Still, this tradition could be exploited for improper advantages or to influence decisions. Thus, it is vital that we are clear about the principles for receiving or giving away gifts.

As a main rule, all gifts received or given shall be of minor value and be legal under local, prevailing laws.

Exchanging gifts of minor value is accepted. In Oswo the border for “minor value” is set at NOK 500,-, or equivalent, per gift. Gifts assumed to have a value below this can be received or given. In cases where employees are offered gifts of a value of more than NOK 500,-, or in cases where gifts of minor values are offered more frequently than twice per year, the employee should not accept the receipt of the gift, or the gift should be returned, if possible. If return is not practically possible, the employee shall deposit the gift into the custody of the CEO of Oswo AS, who will decide how to dispose the gift. Receipt of such gifts shall be reported to the HR department, who will keep records of gifts received. This is not valid for gifts of negligible value, which are clearly “giveaways” or other marketing material.

It is acceptable to receive modest gifts like flowers, a bottle of wine etc. when giving speeches, presentations or other personal contributions, but it is unacceptable to receive any compensation for tasks that are part of the daily work and responsibility as an employee of Oswo AS. Gifts received on behalf of the company are to be collected, and will be disposed by the CEO for the benefit of all employees.

3.3 Dining and representation

Hospitality, dining and representation are generally accepted and important elements of the business community, and are expected for business deals in many industries and locations.

Oswo AS will accept participation on modest events where the paying hosts are present, provided it is in the interest of Oswo AS to participate. Such events may be lunches, dinners, trade fair visits or various presentations that are professionally relevant for Oswo AS. It is a prerequisite that the hosts (the part paying for the event) are also participating. Oswo AS shall cover any administrative expenses, such as travel cost, accommodation, food etc.

Representation in leisure-like events will not be accepted. This could be travel arrangements during the weekend, travel with spouse or conferences / trade fairs with limited professional relevance. All invites to events shall be approved by the CEO up-front, and will only be approved if it is important for Oswo AS that we participate.

3.4 Directorships and conflicts of interest

Any Directorship and engagement in other companies must be approved by Oswo AS up-front. The board and all employees must not participate in financial or business activities that could potentially lead to conflict between Oswo AS or for our customers/suppliers.

3.5 Intellectual Property Rights

Oswo AS intellectual property rights, and rights that we manage on behalf of our customers are very important to our business. All intellectual property rights including knowledge, ideas, inventions, technical solutions, working methods, etc. must be protected as Oswo's or the customer's property and only used for the intended purpose.

4 Transparency and Control

Oswo AS will keep updated and accurate records and accounts at all times, and ensure that relevant Control Bodies are given full insight into these. Our routines shall secure that improper behavior is difficult to execute, but easy to discover.

4.1 Alerting when improper situations are discovered («whistleblower»)

Oswo AS is determined to have a company culture founded on openness, where raising concerns is highly accepted. If you experience or come across improper situations, you are expected and obliged to alert your supervisor or a representative of the management group, alternatively your labor union representative.

Improper situations are breach of these Principles, breach of any governing law or breach of clearly communicated internal procedures or instructions. Alerting such situations is beneficial for Oswo AS, as well as for the general community, because it allows us to correct improper situations.

4.2 Alerting potential corruption

If an employee at any time

- Is offered a bribe or a personal advantage from any business partner
- Is offered or receives a valuable gift (value more than NOK 500) from a business partner
- Is asked or encouraged to offer a bribe
- Or otherwise get the impression that a business decision can be influenced by bribes, gifts or extravagant representation

the employee shall immediately report this situation to the CEO in writing, with copy to the employee's supervisor. The CEO will decide what the proper reaction is.

There will be no sanctions against the whistleblower.

4.3 Anonymous alert

Anonymous whistleblowing is also accepted. This is normally done by written notice delivered in the post box outside the HR and salary office on the ground floor. The CEO will then initiate proper investigations and eventually decide on proper reactions, as for any other type of alert. No investigation with the purpose of revealing the whistleblower's identity will be initiated.

Anonymous alerts can also be submitted to the company's provider of corporate health services. They are subject to patient confidentiality and will not reveal the whistleblower's identity.

5 Violation

Violation of Oswo AS' Principles for Ethical Business Conduct and Counter-Bribery Program will potentially lead to disciplinary reactions, such as written warnings, police report or dismissal.

Horten, 25.06.2024



Torfinn Kildal
Chairman



Sjalg T. Mortvedt
Board member and CEO



Hilde O. Mortvedt
Board member