

BUSINESS PARTNER CODE OF CONDUCT

1. INTRODUCTION

This Business Partner Code of Conduct ("BP CoC") was resolved by the Board of Directors of Tekna Holding ASA ("TEKNA"; the parent company of the Tekna group of companies¹) on November 5, 2024.

The Code is based on the ten Principles of the United Nations Global Compact concerning human rights, labour rights, environmental responsibility and anti-corruption².

The BP CoC applies to all business partners supplying material, labour or services (hereinafter referred to as "Business Partners") to TEKNA. TEKNA does not want to be associated with partners lacking appropriate ethical standards. In order to do business with TEKNA, Business Partners must therefore commit to adhering to the ethical standards set out herein.

Business Partners are encouraged to go beyond legal compliance, in order to advance social and environmental responsibilities. When the country's laws and international standards address the same issues, Tekna expects the highest standards to be applied. Business Partners are also required to take all reasonable measures to ensure they respect, uphold, and communicate this Code across their entire business enterprise and within their own value chains.

The Business Partner acknowledges that it is liable to TEKNA for any damage suffered as a result of failure to comply with the obligations set out herein, and that TEKNA may immediately terminate the business relationship in case of violations of this BP CoC.

The Business Partner undertakes to implement procedures to ensure compliance with applicable laws and regulations as well as its obligations under this BP CoC.

2. PURPOSE

This BP CoC contributes to set the framework for the behaviour TEKNA expects of all our stakeholders in our worldwide value chain. It is based on the TEKNA values:

- We build trust
- We are Innovators
- We strive for excellence
- We succeed together

The BP CoC shall contribute to ensure that our Business Partners adhere to high ethical standards and integrity. Integrity in this context means "the quality of being honest and just in character". Integrity is about attitude and behaviour. TEKNA has zero tolerance for illegal or unethical behaviour, and expects all of its Business Partners to commit to the same.

¹ Tekna group includes Tekna Holding ASA (Norway), Tekna Holdings Inc. (Canada), Tekna Plasma Systems Inc., Tekna Advanced Materials Inc. (Canada), Tekna Plasma Europe S.A.S. (France), Tekna Plasma Systems Co Ltd. (China), Tekna Plasma Korea Co Ltd (South Korea), Tekna Plasma India Pr Ltd (India), Tekna Inc. (USA).

² <https://www.unglobalcompact.org/what-is-gc/mission/principles> (last visited on 11 October 2024).

3. GUIDELINES AND FRAMEWORK

3.1. Laws and regulations

TEKNA 's Business Partners shall always act in accordance with applicable laws and regulations. If a Business Partners' own rules are stricter or more comprehensive than the applicable laws and regulations, and not in conflict with any applicable laws and regulations or this BP CoC, the Business Partners' own rules shall apply.

4. PEOPLE

4.1. Human rights

TEKNA 's Business Partners shall respect human rights, and always act in line with the rules and principles laid out in the UN Guiding Principles on Business and Human Rights, including the principles and rights set out in the eight fundamental conventions identified in the Declaration of the International Labour Organisation on Fundamental Principles and Rights at Work³ and the International Bill of Human Rights, and the OECD Guidelines for Multinational Enterprises⁴.

For more details, refer to the Human Rights policy published on November 5, 2024.

4.2. Prohibition of child labour

TEKNA does not accept any form of child labour or that children below the lawful minimum age for admission to employment are engaged in our or our Business partners' business. If persons below the age of 18 are involved, TEKNA demands special precautions to safeguard their health, security and rights. Persons below the age of 18 shall not perform dangerous or night-time labour, and their work shall not inflict damage on their education or development. TEKNA and its Business Partners fully support, and will act in accordance with, the UN Convention on the Rights of the Child⁵.

4.3. Labour rights, health and safety

TEKNA does not accept any involuntary labour and expects all its Business Partners to comply with all fundamental labour rights and applicable laws and regulations. Business Partners shall ensure fair salaries, safe working conditions (including necessary supervision and protection from fire and other dangers), the right to organize, a good workplace environment, and have in place a whistleblowing procedure for the reporting concerns by employees.

4.4. Hazardous substances and conflict resources

TEKNA and its Business Partners shall comply with applicable laws and regulations regarding the use, prohibition and restriction of hazardous substances and shall avoid the use of conflict materials, i.e. materials that originate from conflict areas and contribute to fund governments and movements which violate fundamental human rights.

4.5. Discrimination and harassment

Diversity and inclusion are fundamental values of Tekna. We are committed to a (workplace) culture that values and promotes diversity, inclusion and equal employment opportunities. Any kind of discrimination due to gender, ethnicity, national origin, descent, skin colour, language, religion, sexual orientation and identification, family situation or disability is not accepted in TEKNA or any of its Business Partners. All people shall at any time be treated with respect and dignity.

³ <https://www.ilo.org/declaration/lang--en/index.htm> (last visited on 11 October 2024).

⁴ <https://www.oecd.org/corporate/mne/> (last visited on 11 October 2024).

⁵ <https://www.ohchr.org/en/professionalinterest/pages/crc.aspx> (last visited on 11 October 2024).

5. Environment

TEKNA applies guidelines based on the environmental standards incorporated in the Ten Principles of the UN Global Compact⁶. TEKNA expects its Business Partners to be committed to environmental sustainability by continuously improving energy efficiency and minimizing discharge, emissions and waste, and to otherwise adhere to applicable laws and regulations to minimize environmental impact and prevent danger to the environment.

Business Partners shall have the necessary permits to conduct their business and comply with applicable law and regulations related to all use of products, chemicals and equipment in their business. Business partners are expected to have in place appropriate measures to avoid injury to persons.

For more details, refer to the Environmental policy published on November 13, 2023.

6. Anti-bribery and corruption

TEKNA does not tolerate bribery or corruption in any form, neither in its own business activities nor of its Business Partners. Bribery, corruption and facilitation payments (paying “a small token”, usually for services someone is entitled to receive) are strictly prohibited, whether with public officials or private business partners. Business Partners shall not directly or indirectly offer, give or accept any advantage which may be considered to be improper and shall at all times comply with applicable laws and regulations.

Under certain circumstances, it may be difficult to draw the line between acceptable and common advantages in a business relationship, e.g. a modest business lunch after a conference, and an improper advantage. For its own employees, TEKNA has therefore established guidelines such as:

- All gifts and hospitality, except promotional items of minimal value, given or received by TEKNA employees shall be reported to the HR director.
- Cash gifts are never allowed. Other gifts may only be given or accepted if they are considered to be of moderate value in a local context, and would usually be subject to pre-approval. Gifts with a value exceeding CAD 50 would as a general rule not be considered as being “of moderate value”. Tekna employees have been instructed to refer to this policy upon receiving a gift and point out that Tekna employees are not allowed to receive gifts. Please note that all gifts will become part of a year-end draw for all employees without identifying the “giving party”.
- Offering or accepting hospitality is only acceptable where this has a clear business purpose, the host is present, and the cost is reasonable.
- Travel and accommodation shall always be paid by the employer, not by a third party.

TEKNA expects its Business Partners to adhere to the principles set out above or to certify that they have adequate procedures in place to combat bribery and corruption.

For more details, refer to the Anti-Corruption policy published on December 12, 2023.

7. Anti-money laundering

Money laundering occurs when funds from illegitimate sources are channelled into legitimate business activities and the financial market. TEKNA opposes all forms of money laundering and expects its Business Partners to comply with all applicable anti-money laundering laws and regulations. This includes having adequate measures in place to allow for the identification and correct handling of potentially illegitimate funds, for example by the establishment of due diligence procedures for new business relationships. This includes adequate diligence on business partners by our Business Partners.

⁶ <https://www.unglobalcompact.org/what-is-gc/mission/principles> (last visited on 11 October 2024).

8. Trade sanctions and export control

Trade sanctions and export control regimes are becoming increasingly complex and are imposed on a variety of sectors, countries and persons. Such laws may impose restrictions on the sale, shipment, electronic transfer, provision, or disclosure of information, software, goods, assets, funds, and services across national borders or involving parties subject to trade sanctions.

TEKNA's Business Partners are expected to comply with trade sanctions and export control laws and regulations imposed by the UN, US and EU in addition to trade sanctions and export control regimes applicable to the business relationship between TEKNA and the Business Partner.

9. Fairness and competition

TEKNA's Business Partners shall at all times ensure to be trustworthy, honest and fair in all dealings and safeguard that possible conflicts of interest are handled appropriately.

TEKNA has no tolerance for violations of applicable competition laws and regulations in any country and expects fair competition among its Business Partners. This includes inter alia not taking part in or supporting illegal cooperation on pricing, illegal market sharing, abuse of a dominant position or any other activity that constitute breach of applicable competition laws and regulations. Business Partners shall also refrain from sharing sensitive information with third parties and particularly competitors.

For more details, refer to the Competition Laws Compliance policy published on November 13, 2023.

10. Handling of information

10.1. Data protection, confidentiality and trade secrets

Business Partners are expected to comply with applicable laws and regulations with regard to data protection, confidentiality and trade secrets.

In particular, Business Partners shall not disclose sensitive business information or trade secrets provided to them by TEKNA regarding the company, its products and its operations to third parties, unless TEKNA has given its explicit written consent to the disclosure in question. TEKNA expects that such information is not passed on to any third party even after the business relationship has been terminated.

10.2. Responsible use of social media and other media communications

Social media channels such as Facebook, Instagram and LinkedIn allow for communication, promotion, discussions and information sharing and are increasingly used in business contexts. TEKNA expects its Business Partners to refrain from publishing information, logos or other material belonging to TEKNA without its express written consent. Neither should material that can be associated with TEKNA or its employees be published without the consent of TEKNA and parties involved. This applies, in principle, also to statements to the media.

11. Cooperation with third parties

Business Partners shall, to the extent possible, promote the implementation of the principles set out in this BP CoC by its own business relationships such as subcontractors, suppliers and third-party representatives.

Furthermore, Business Partners shall ensure that they have adequate procedures for their cooperation with third parties, including, for example, appropriate due diligence before establishing a new business relationship. In any case, Business Partners are expected to ensure that their agreements with their business relations:

- (a) are in writing,
- (b) the services to be performed are specifically described, and
- (c) the compensation is considered proportional to the services received.

12. Reporting concerns

TEKNA encourages transparency and Business Partners and their employees are expected to report any concerns about potential violations of this BP CoC or applicable laws and regulations to the Chief Financial Officer⁷ without delay.

The information reported and the identity of the whistle blower will be treated confidentially to the extent possible and permitted by applicable laws and regulations. TEKNA will endeavour to protect whistle blowers against retaliation. TEKNA may, however, disclose information to competent authorities to the extent appropriate.

13. Audit rights

In order to ensure compliance with the BP CoC and strengthen ethical conduct throughout its value chain, TEKNA or any independent audit company mandated by it may, from time to time, perform an inspection/audit of the conduct of its Business Partners with or without prior notice. For this purpose, Business Partner shall immediately upon request share documentation on compliance with the BP CoC and applicable laws and regulations and allow access to its premises.

14. Termination right

TEKNA may decide to immediately terminate the business relationship with its Business Partner in the event of a violation of the BP CoC or applicable laws and regulations by the Business Partner.

15. Update of the BP CoC

This BP CoC shall be subject to continuous development and updates based on the at all times applicable laws and regulations, conventions, principles, standards and other relevant framework for ethical business conduct, as well as any areas of compliance and integrity risks identified for TEKNA and its Business Partners.

Business Partners shall collaborate in this work, by suggesting necessary amendments to the VP Corporate Strategic Development⁸ and by committing to adhere to the BP CoC published by TEKNA on its homepage⁹.

⁷ As identified on https://www.tekna.com/investors/governance#executive_team

⁸ As identified on https://www.tekna.com/investors/governance#executive_team

⁹ <https://www.tekna.com/esg>

BUSINESS PARTNER DECLARATION

The purpose of this Business Partner Code of Conduct is establishing controls to ensure compliance with all applicable laws, rules and legal regulations and to ensure that the business in our value chain is conducted in a socially, ecologically and economically responsible manner.

By signing this Declaration, I confirm that I have read and understood the rights and obligations set forth in the Business Partner Code of Conduct available at TEKNA 's homepage, and I will endeavour to implement appropriate measures to ensure compliance with the Business Partner Code of Conduct in all activities of the Business Partner I am signing for:

For and on behalf of

[Company name]

For and on behalf of

[Company name]

Name:

Position:

Date:

Name:

Position:

Date: