SUSTABIO

CODE OF CONDCT ETHICS

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Introduction

Since its founding, SUSTABIO LTD business practices have been governed by integrity, honesty, fair dealing and full compliance with all applicable laws. The Corporate Business Principles prescribe certain values and principles which SUSTABIO LTD has committed to. This Code of Business Conduct specifies and helps the continued implementation of the Corporate Business Principles by establishing certain nonnegotiable minimum standards of behavior in key areas. The nature of this Code is not meant to cover all possible situations that may occur. It is designed to provide a frame of reference against which to measure any activities. Employees should seek guidance when they are in doubt about the proper course of action in a given situation, as it is the ultimate responsibility of each employee to "do the right thing", a responsibility that cannot be delegated. Employees should always be guided by the following basic principles: – avoid any conduct that could damage or risk SUSTABIO LTD or its reputation; – act legally and honestly; – put the Company's interests ahead of personal or other interests.

1. **Compliance with Law, Rules and Regulations**

SUSTABIO LTD and its employees are bound by the law. Compliance with all applicable laws and regulations must never be compromised. Additionally, employees shall adhere to internal rules and regulations as they apply in a given situation. Those internal rules are specific to the Company and may go beyond what is required by the law.

2. **Conflict of Interest**

A Conflict of Interest occurs when personal interests of an employee or the interests of a third party compete with the interests of SUSTABIO LTD. In such a situation, it can be difficult for the employee to act fully in the best interests of SUSTABIO LTD. Employees shall avoid Conflicts of Interest whenever possible. If a Conflict of Interest situation has occurred or if an employee faces a situation that may involve or lead to a Conflict of Interest, the employee shall disclose it to the HR or the Legal or Compliance Function to resolve the situation in a fair and transparent manner.

3. **Families and Relatives**

Our hiring and people development decisions will be fair and objective Immediate family members and partners of employees may be hired as employees or consultants only if the appointment is based on qualifications, performance, skills and experience. These principles of fair employment will apply to all aspects of the employment, including compensation, promotions and transfers, as well as in case that the relationship develops after the respective employee has joined the Company. Provided that they are equally suited as other candidates, priority may be given to children of SUSTABIO LTD employees with respect to internships, training periods, employment during holidays and similar short-term assignments.

4. **Corporate Opportunities**

We are committed to advance SUSTABIO LTD business Employees shall not compete with the Company. Nor shall they take personal advantage of business opportunities that they discover during the course of their employment, unless the Company expressly waives its interest in pursuing such opportunity. If employees want to pursue business opportunities that might be of interest to the Company, they shall inform their Manager who will seek a management decision as to whether or not the Company wants to pursue the opportunity. Even if the Company decides against pursuing the opportunity, the employee may seize the opportunity on his or her own behalf only if it is clear that doing so will not result in direct or indirect competition with the Company's operations.

5. Insider Trading

We respect and follow the Insider Trading Rules when buying or selling SUSTABIO LTD prohibits the purchase and sale information with any other organization. Non-compliance may not only entail disciplinary sanctions, but also result in criminal charges. When in doubt regarding the interpretation or applicability of SUSTABIO LTD insider trading rules, employees shall consult with the Legal or Compliance Function.

6. **Fair Dealing**

All employees, but especially those who are involved in marketing, sales and purchasing, or who are in regular contact with competitors, have a responsibility to ensure that they are familiar with applicable competition laws. When in doubt, the Legal Function should be contacted in order to provide competition law advice and training.

7. Confidential Information

We value and protect our confidential information and we respect the confidential information of others Confidential information consists of any information that is not or not yet public information. It includes trade secrets, business, marketing and service plans, consumer insights, engineering and manufacturing ideas, product recipes, designs, databases, records, salary information and any non-published financial or other data. SUSTABIO LTD continued success depends on the use of its confidential information and its nondisclosure to third parties. Unless required by law or authorized by their management, employees shall not disclose confidential information or allow such disclosure. This obligation continues beyond the termination of employment. Furthermore, employees must use best efforts to avoid unintentional disclosure by applying special care when storing or transmitting confidential information.

8. Fraud, Protection of company assets, Accounting

We insist on honesty and we respect the Company's assets and property Employees must never engage in fraudulent or any other dishonest conduct involving the property or assets or the financial reporting and accounting of SUSTABIO LTD or any third party. This may not only entail disciplinary sanctions but also result in criminal charges. SUSTABIO LTD financial records are the basis for managing the Company's business and fulfilling its obligations to various stakeholders. Therefore, any financial record must be accurate and in line with SUSTABIO LTD accounting standards.

9. Bribery and Corruption

We condemn any form of bribery and corruption Employees must never, directly or through intermediaries, offer or promise any personal or improper financial or other advantage in order to obtain or retain a business or other advantage from a third party, whether public or private. Nor must they accept any such advantage in return for any preferential treatment of a third party. Moreover, employees must refrain from any activity or behavior that could give rise to the appearance or suspicion of such conduct or the attempt thereof. Employees should be aware that the offering or giving of improper benefits in order to influence the decision of the recipient, even if he or she is not a government official, may not only entail disciplinary sanctions but also result in criminal charges. Improper benefits may consist of anything of value for the recipient, including employment or consultancy contracts for closely related parties.

10. Gifts, Meals and Entertainment

We compete and do business based only on quality and competence Employees shall not be influenced by receiving favors nor shall they try to improperly influence others by providing favors. Employees may only offer or accept reasonable meals and symbolic gifts which are appropriate under the circumstances, and they shall not accept or offer gifts, meals, or entertainment if such behavior could create the impression of improperly influencing the respective business relationship. When assessing the situation in light of the above, employees shall consult the policy applicable in their Market. If no such policy is available, they shall apply the most restrictive local practice in order to avoid even the appearance of improper dealings. When in doubt, the employee shall seek guidance from his or Manager or the Legal or Compliance Function.

11. Discrimination and Harassment

We embrace diversity and respect the personal dignity of our fellow employees SUSTABIO LTD respects the personal dignity, privacy and personal rights of every employee and is committed to maintaining a workplace free from discrimination and harassment. Therefore, employees must not discriminate on the basis of origin, nationality, religion, race, gender, age or sexual orientation, or engage in any kind of verbal or physical harassment based on any of the above or any other reason. Employees who feel that their workplace does not comply with the above principles are encouraged to raise their concerns with the HR Department.

12. Reporting Illegal

We take responsibility for ensuring that we all act with integrity in all situations Employees shall report any practices or actions believed to be inappropriate under this Code or even illegal to their Managers or the appropriate members of the HR or the Legal or Compliance function. If it is appropriate, in view of the nature of the reported matter, reports of violations may be made directly to higher levels including the Chief Compliance Officer.

13. Records and documentation

As part of its internal controls against corruption, SUSTABIO LTD requires that all business transactions and financial flows be properly recorded, classified and documented, including those concerning the company's provision of gifts, hospitality, travel, entertainment, scholarships, grants and charitable contributions.