

Code of Business Principles





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1 Introduction

1.1 General

This Code of Business Principles sets out guiding principles on integrity and ethics in our business conduct underpinning STACK's commitment to responsible corporate citizenship and the pursuit of a sustainable future – economic, social and environmental. They govern STACK's business decisions and actions throughout and apply equally to company actions and to the behaviour of individual employees in conducting STACK's business. They are subject to applicable laws.

The Code of Business Principles are not all-encompassing but formulate minimum requirements of behaviour from all people acting in STACK interest to enable learning opportunities for staff and ensuring a positive culture and working environments for all stakeholders to experience.



This Code is more than a collection of high-sounding statements. It shall have practical value in our day-to-day business and each one of us must follow these principles in the spirit as well as the letter.

1.2 Our Mission

We at STACK are all committed to one common purpose:

“To provide customers with the most reliable and resource efficient IT-housing, enabling individuals, businesses and societies to carry out their critical digital activities”.

1.3 Our Commitment

Trust, respect, honesty, transparency, and professionalism are the foundation blocks of our relationship with everyone who interacts with our Company. To achieve this, STACK recognises that the behaviours of all our employees must experience and deliver to the same high expectation, as this acts as the benchmark for our professional conduct. Our reputation is built upon integrity, honesty and acting responsibly whilst respecting the Laws and Regulations, Traditions and Cultures of the work environments within which we all operate.

In support of our Company mission, we are all committed to the following values:

Customer Partner

To partner with our customers and ensure success by creating exceptional value through innovative solutions and services.

**Teamwork**

To work together effectively to achieve our goals, while encouraging individual engagement, contribution, and responsibility.

Innovation focused

To create and sustain a culture where entrepreneurship is encouraged and rewarded.

Personal accountability

To be empowered to embrace personal ownership for delivering on our commitments.

Respect

To act with integrity and considerations towards all.

Passionate

To be passionate about winning and about STACK, our services, our people, and having fun, while delivering superior value to all stakeholders.

These define the way we run and aim to grow STACK. They set out the services we wish to provide, our behaviours and the way we manage our business. Our values form the foundations from which our systems and processes are developed and ensure we are all committed to be working from a commonly understood base, that can be consistently applied across our Company.

1.4 Compliance with Local Laws

STACK and its employees are required to comply with the laws and regulations of the countries in which we operate. STACK will conduct its operations in accordance with internationally accepted principles of good corporate governance.

1.5 Implementation

Our Code of Business Principles shall be adopted by all functions, teams and sites within the Company as a minimum standard. It is issued and communicated by the Senior Leadership Team, and it will be monitored as part of our Corporate Assurance Process and will be reviewed annually.

2 Our People

STACK firmly believes that an effective Equal Opportunities and Diversity Policy enables us to attract and retain high calibre staff and allow such staff to develop their talents and skills within our Organisation, thereby contributing to the success of the Company.

2.1 STACK Respects Equal Opportunities and Diversity

STACK is committed to an open, well-structured and solution focused, working environment that promotes diversity and equal opportunity and where there is mutual trust, respect for human rights and no discrimination.



We will recruit, employ, and promote employees on the sole basis of their qualifications and the abilities needed for the work to be performed.

As an equal opportunity's employer, STACK is committed to honesty, fairness, courtesy and support in our dealing with colleagues and other Interested Parties who come into contact with us.

We also stand up collectively and individually against behaviour that creates an intimidating or offensive work environment. STACK has therefore arranged for a Whistle-blower Service to ensure that all grievances are dealt with in full protection of the wronged individual.

2.2 Encouraging Open Communication

STACK feels that open internal communication is essential for building an environment of trust and respect. We are committed to give one another accurate and timely information about all relevant business issues. We listen actively to each other, to our Customers and Suppliers and Contractors because we know, that listening is just as important as talking.

We are convinced that in order for the Company to achieve its goals, all employees must be well informed about STACK commitments and performance, so that everyone knows how their individual contribution helps. We also fundamentally believe that each of us plays a critical role in upholding the highest levels of business ethics and personal integrity in everything we do. Working together, we shall continue to set and meet the highest standards of business excellence by ensuring that our decisions and actions are both legal and ethical.

Equally, STACK encourages open communication, differing opinions on issues and a healthy debate with one another. Nonetheless, while we may disagree with one another, we may not do so in a manner that would reasonably be understood as disrespectful, rude or abusive.

2.3 Accountability for Commitments

STACK is committed to delivering our promise. Colleagues, Customers and others depend on us to take responsibility for what we say and do. Consequently, when we make a promise, we deliver it.

Every known deviation or inability to adhere to processes and promises shall promptly be shared with the line manager or team leader – such as failure to meet promises on time or need to be absent from work.

STACK believes that internal as well as external Customers must be treated with equally high respect.

2.4 Respecting the Privacy of Personal Information

STACK recognises that privacy is important to each of us and respects all applicable Data Protection Laws in order to protect personal privacy.

Personal information means “any factual or subjective information concerning an identifiable individual”. Personal information concerning a variety of individuals with whom our Company does business with, may be collected. Personal information can be collected in a variety of forms, including written (such as correspondence and memoranda), as well as electronic communications and records,



video or audio recordings and photographs. Examples of personal information include information concerning an individual's name, age, sex, health, personal characteristics or personal circumstances.

The Company has a strict and well deployed process for handling and protecting personal information, and only maintains employee records that are required for business, legal, security or contractual reasons and limits access to and knowledge of such records only to those who need the information for legitimate business or legal purposes. Every STACK employee is required to treat personal information with the appropriate level of confidentiality and care.

2.5 Ensuring a Safe Work Environment Free from Harm

STACK is committed to making the work environment safe for its employees and others wherever we operate. As a minimum STACK comply with all applicable Laws and Regulations relating to health and safety in the workplace. We inform our employees about procedures in place to protect them from generally recognised workplace hazards, using our Risk Assessment process, which ensures the wellbeing of all colleagues is not compromised and the equipment in use, is safe. Regardless of the specific responsibility that may apply, it is the duty of every employee to co-operate in achieving compliance. We immediately report dangerous conditions to prevent or otherwise minimise workplace accidents. In day-to-day conditions, we integrate safety in whatever we do.

2.6 Harassment

Harassment can take a variety of forms, but in general, it is defined as:

"a person is subjecting another to harassment where he / she engages in unwanted conduct which has the purpose or effect of violating that other person's dignity, or creating an intimidating, hostile, degrading, humiliating or offensive environment for her / him".

Should an employee believe that he / she has been harassed, the matter should be raised to your Line Manager, and/or alternatively the Human Resources Director, or via our Whistle -blower arrangement detailed in Section 2.10 who will arrange for it to be investigated without delay, impartially and confidentially.

In exceptional circumstances STACK reserves the right to withdraw or refuse services to certain Customers where there is evidence of repeated abusive, aggressive or violent behaviour towards our staff. Victims of harassment may also pursue prosecution of their harasser under Criminal and Civil Law.

2.7 Remuneration /Employee Development

STACK ensures all employees are provided with fair wages including a total remuneration package that meets or exceeds legal minimum standards or appropriate prevailing industry standards, and that remuneration terms established by legally binding collective agreements are implemented and adhered to.

Employee development is very important where flexibility of our workforce is required, and STACK cannot commit to lifetime employment. STACK will provide opportunities for everyone to work at a level consistent with their current capability, skills and interests, and provide the opportunity for everyone to progress as her /his potential capability matures, within opportunities available in the organisation. This



ensures our employees always remain employable. However, STACK also expect every employee to take full responsibility for maintaining their professional expertise, and on their own initiative seeks out opportunities to enhance and grow skills attractive to themselves and STACK.

2.8 Whistleblowing

STACK recognises that the decision to report a concern can be a difficult one to make, not least because of the fear of reprisals from those responsible for the malpractice. STACK will not tolerate any ensuing harassment or victimisation and will take all possible measures to protect employees who raise concerns in good faith. STACK has therefore arranged for a Whistle-blower Service.

There are four alternative ways to file a report:



On the Internet:
[Click here](#)



By mail:
Ernst & Young AS
Att: FIDS
Postboks 1156 Sentrum
NO-0107 Oslo



By phone:
+47 24 00 20 14
Business days from 8 am to 4
pm (CET)



QR-code to web form
Use a mobile device (e.g., cell
phone or tablet) to submit your
report.

The whistleblowing channel is administrated by Ernst & Young AS (EY). As an independent third party EY receives the report on behalf of STACK and gives advice on further action.



3 Our Customers

3.1 Putting Customers First

STACK is a customer focused Company with a determined focus on delivering unmatched value for money to our Customers. As STACK employees, we listen to our Customers, provide innovation and consistently deliver all our commitments to them. We are open and honest in all aspects of our dealings, from procurement to contract termination and ensure that we deliver our Customer contract commitments/requirements.

3.2 Truthfulness in Marketing

STACK believes in competing strongly, but also honestly. We do not misrepresent our capabilities, even if this means we lose a sale. Where failure to disclose a significant fact could mislead a Customer, we disclose the information. STACK communicates clearly and precisely so that our Customers understand the terms of our contracts, including prices and responsibilities.

3.3 Accurate Advertising

To continuously maintain our customers' trust, our advertisements and other communications must always accurately and fairly describe our services.

There must be no misleading statements about our services or our competitors' services. Comparisons with competitive services must always be fairly based on facts. By avoiding deceptive practices, we protect our relationship with our Customers and STACK's reputation within the marketplace.

3.4 Gifts and Entertainment

Gifts are generally given to create goodwill. However, giving a gift may create a conflict of interest, or the appearance of a conflict of interest.

Appropriate entertainment and hospitality are important components of building relationships between STACK and its Customers. The type of entertainment provided and the manner in which it is given, should be consistent with business goals, in good taste and not offensive or dangerous to any of the participants.

A STACK employee may accept occasional meals or other reasonable forms of entertainment from Customers as a courtesy extended during the normal course of business, provided that the entertainment is not being offered to influence business decisions. If a Customer suggests entertainment that is more than reasonable, the employee must consult with their Line Manager before accepting the invitation.

A STACK employee must never pay, offer or agree to provide funds, favours, unsuitable gifts or anything else of value to influence, direct, obtain or retain business or secure any improper benefit.



4 Our Suppliers and Subcontractors

The relationship between STACK and its Suppliers is an important component to achieving high performance on our business. We have developed our Supplier Code which supplements this document.

4.1 Selection of Suppliers and Subcontractors

We select our Suppliers and Subcontractors based on merit considering among other things, the price, quality, safety, delivery capability, reputation for service, integrity, and their overall relationship with STACK. Furthermore, this careful selection is documented in our Purchasing process. This meticulous selection enables the Supplier and Subcontractors to support our Company mission which is “to provide the most reliable, independent IT housing service available in Scandinavia”.

4.2 Gifts

Gifts are generally given to create goodwill and, in some parts of the world, declining a gift may insult the giver. On the other hand, accepting a gift may create a conflict of interest, or the appearance of a conflict of interest. This presents a dilemma for the recipient of a gift.

Generally, a STACK employee may accept a gift if it is unsolicited, inexpensive (less than £100, NOK /SEK 1000) and not given to influence judgment. Gifts, payments, loans, bribes, kickbacks, special privileges, favours or services, should never be solicited directly or indirectly from anyone. This should be reported to the Chief Financial Officer, who should also be consulted if in doubt about whether to receive or decline.

5 Our Competitors

5.1 Industry Groups

Industry Association activities are an imperative part of conducting STACK’s business. However, because they provide an opportunity for competitors to meet and discuss common issues, they are also a potential source of anti-competitive behaviour and risk to our business. Legislation was designed to make sure that businesses compete on a level footing which is achieved by prohibiting certain types of anti-competitive behaviour.

Examples of agreements to which they apply:

- Fixing purchase- or selling prices or other trading conditions.
- Agreeing to limit or control markets, sharing markets or supply sources.
- Applying different trading conditions to equivalent transactions, thereby placing some parties at a competitive disadvantage.
- Making conclusion of contracts subject to acceptance of supplementary obligations.

Consequently, it is important that under no circumstances should any STACK employee participate in any discussion with competitors about pricing, price trends, profit margins, bids, terms or conditions of sale, customers, production capacities, marketing or product plans, business strategies or other such topics.



If any representative finds themselves involved in such a discussion, they must protest immediately. If the discussion persists, they must excuse themselves and report the incident to the Chief Executive Officer.

5.2 Standards / Code of Practice Development

STACK believes that the development of our Codes of Practice is important in raising and preserving high standards within the industry. Development activities, however, should not be misused to exclude the services of competitors from the marketplace. STACK is committed to fair and open Code of Practice development activities that invite the participation of all interested parties. When representing STACK in development groups, an employee should avoid discussions that drift from genuine topics.

As stated above, under no circumstance may any STACK employee discuss pricing or marketing of services relating to the standards being discussed.

5.3 Competitive Intelligence Gathering

Gathering intelligence about competitors, when collected openly, is an honest business activity. It enables us to enhance our knowledge of the marketplace and monitor current trends. It also helps us to understand and forecast Customer needs in an ever-changing business environment.

Competitors' information that is made public, for example job advertisements, marketing brochures, company websites or press releases, pose few if any questions. It is inappropriate to be involved in business espionage and /or bribery - such as inducing someone to provide information.

6 Our Wider Community

STACK believes that being active in the wider community is an essential part of the way in which we run our business and consider such involvement as integral to sustaining our future. We protect valuable corporate assets such as people, property, and information. To help build and maintain a society that is safe and comfortable to live in, STACK's objective is the safety and security of customers and our employees, and our supply chain.

6.1 The Environment

To STACK, environmental sustainability is about making responsible decisions that will reduce our business' negative impact on the environment. It is not simply about reducing the amount of waste we produce or using less energy but is concerned with developing processes that will lead to STACK becoming completely sustainable in the future. We believe Environmental Sustainability forces us to look beyond making short term gains and look at the long-term impact they are having on the natural world.

You need to consider not only the immediate impact your actions have on the environment, but the long-term implications as well. For example, when undertaking a project, you need to look at the environmental impact of the project's entire lifecycle, from development to disposal before finalising your designs.



As a responsible business, we are expected to lead in the area of environmental sustainability as we are considered to be the biggest contributor and are very much in a position where we can make a significant difference.

We will work in partnership with others to promote environmental care, increasing understanding of environmental issues and disseminate good practice.

7 Our Interests

7.1 Conflicts of Interest and Competing Against STACK

To avoid any conflict of interest or competition against STACK possibly placing yourself in a position whereby you could be breaking the Law of anti-competitive behaviour, you may not enter into unauthorised business relationships with competitors. The implied duty of good faith prevents an employee from acting against the interests of their current employer, which means among other things, that you must not own a competing business or assist any person outside of STACK, this includes family and friends, in the planning, design, installation or execution of services that compete or could compete with STACK services, or any work performed by STACK unless permission has been authorised by the Chief Executive Officer.

7.2 Speaking Publicly on STACK's Behalf

STACK is renowned for providing an exceptional level of service. Our reputation allows STACK to voice opinions which are respected on a host of issues within our Industry. Anything we communicate, be it verbal or written can be perceived as representing STACK's "Official Position".

In dealing with the media, STACK has always taken the view that the Company's performance will speak for itself. As our Company grows and enters into business with high profile Customers it is inevitable that STACK will receive more media attention. It is therefore important that the Company's views on public relations and how we should respond to requests for information from the media are known and understood throughout the Company.

Enquiries specifically regarding STACK, should be referred to the Chief Executive Officer.

All cases /enquires should be dealt with efficiently and courteously, for example:

"I am sorry, but our Chief Executive Officer is unavailable at the moment. If I could take your name, number and the nature of your enquiry, I will arrange for him to call you as soon as possible. My name is xxxxxx. Please feel free to contact me again if you do not hear from us by the end of the day /tomorrow."

7.3 Accurately Reporting Financial Information

We make decisions based on financial information recorded at every level of the Company and therefore, every employee is responsible for assuring the accuracy of the financial information that they report. It is critical that STACK's accounting, financial and other systems provide complete, accurate and timely reporting of transactions. Every accounting or financial record, as well as the underlying support data,



must thoroughly and accurately describe the transaction without omission, concealment or falsification of information. In addition, the information must be transferred to the appropriate recipient in a timely fashion. Questions about requirements for financial reporting may be directed to the Chief Financial Officer.

7.4 Entering into Commitments with Proper Authorisation

STACK empowers its employees to enter into different types of commitments on behalf of the Company. However, STACK has authorisation limits that specify which employees are empowered to commit STACK to specific undertakings. These limits are described in the STACK "Delegation of Authority" (DOA) and each employee is responsible for reviewing these authorisation limits before signing any document on behalf of STACK. Our Suppliers, Contractors and Customers are not required to know if an employee is authorised to sign a given document. Further guidance can be obtained from the Chief Financial Officer.

7.5 Insider Trading

Inside information can only be passed on to others if it is strictly necessary or otherwise justified based on the interests of the Company, for instance where it is necessary to grant access to inside information to a person who requires it by virtue of his/her position or for an assignment for the Company. In such cases the employee or consultant shall always confer with the Chief Executive Officer prior to passing on the inside information, who shall ensure that the relevant documentation requirements are complied with. Inside information that you possess as an employee of the Company shall not be passed on to other employees in the Company unless it is necessary for their work. For questions regarding what constitutes inside information the Chief Executing Officer should be consulted.

"Inside information" refers to precise information about the Bonds, the Company or other matters that is likely to influence the price of the Bonds or related financial instruments appreciably and which is not publicly available or commonly known in the market.

"Precise information" refers to information that indicates that one or more circumstances or events have arisen or occurred, or can reasonably be expected to arise or occur, that are sufficiently specific to lead to the conclusion that such circumstance or event may have an effect on the price of the Bonds or related financial instruments.

"Information that is likely to influence the price of the bonds appreciably" refers to information that a reasonable investor would be likely to use as part of the basis for investment decisions.

Accordingly, it does not matter whether there is certainty (or likelihood) that an event will occur and there is no requirement that the presumed price impact will be of some materiality.

7.6 Political Contribution

While the company will promote and defend its legitimate business interests, it will not support political parties nor contribute to funds of groups whose activities are designed to promote party interests.



8 Our Assets

8.1 Protecting Intellectual Property

Employees of the Company have an obligation to protect STACK's assets. This means that protection must be given to STACK's physical property, as well as its less tangible intellectual property assets.

Intellectual Property Rights (IPR) are the legal rights, which protect an organisation's inventions, knowledge, and ideas (Intellectual Property (IP) and allow it to be exploited by the Organisation. They include patents, copyright, trademarks, design rights (registered and unregistered), moral rights and confidential information.

STACK owns the intellectual property developed by its employees. In addition to maintaining the confidentiality of such intellectual property, an employee may not use the intellectual property for non-company purposes without written consent from STACK.

8.2 Confidentiality

Employees and Leaders should maintain the confidentiality of information entrusted to them by the Company or its Customers, except when disclosure is authorised or legally mandated. Confidential information includes all non-public information that might be of use to competitors, or harmful to the Company or its Customers, if disclosed. The obligation to protect confidential information continues even after employment ends. In today's highly competitive marketplace, protecting STACK's internal information and other intellectual property can mean the difference between success and failure.

8.3 Respecting Intellectual Property Assets of Third Parties

We respect the rights of others concerning their intellectual property assets, such as copyrights, trademarks, service marks, patents, and trade secrets. When we need to use the intellectual property assets of others, we obtain the necessary authorisation and observe all obligations set out within the agreements.

We follow all copyright laws. Accordingly, we do not download, reproduce, distribute or alter copyrighted materials from books, trade journals, computer software or magazines. In addition, we do not play audio or video recordings without permission from the copyright owner. For example, software used in connection with STACK's business must be properly licensed and used only in accordance with that License. Using unlicensed software could constitute copyright infringement.

If you need to use copyrighted materials, or otherwise need permission for such use, contact the IT Manager for further assistance.

9 Compliance – Monitoring – Reporting

Compliance with these principles is an essential element in our business success. The Senior Leadership team is responsible for ensuring these principles are applied throughout STACK.



Day-to-day responsibility is delegated to all staff, who are accountable for this code. They are responsible for implementing this code and principles, supported by the Senior Leadership Team. Reporting on Compliance is also an integral part of the Statement of Business Controls and certification of the Company's annual accounts Assurance of compliance is given and monitored each year.

Any breaches of the code must be reported your Line Manager, team leader or where necessary the Chief HR & Compliance Officer. The Senior Leadership Team will not criticise management for any loss of business from adherence to these principles and other mandatory policies when these have been escalated to the Senior Leadership Team prior to any action being taken.