

# Care4Agro B.V. (AgroCares) Code of Conduct

As an AgroCares employee, you are seen as AgroCares (the Company). This also means you are responsible to behave appropriately, both, from a legal, and ethical point of view. We outline our expectations here. We can't cover every single case of ethics, but we trust you to always use your best judgement. Reach out to your manager or HR if you face any issues or have any questions.

Each employee is provided with this Code of Conduct personally and is responsible to be familiar with it and to abide by it. He or she is responsible for ensuring that his or her staff are familiar with it and abide by it.

## **Reporting violations and consequences of non-abiding with this code of conduct.**

The employee, who becomes aware of a breach, or potential breach, of this Code of Conduct, should promptly report the (potential) breach to the Management of AgroCares.

In the event the breach involves an employee, who is also a member of the Management, the conflict should be brought to the attention of the HR department of the HLB-Group.

## **Compliance with the law**

All AgroCares employees must protect our company's legality. We always should comply with all laws (e.g., environmental, labour, safety, tax and fair dealing etc). The law is our minimum standard to comply with. We may achieve to aim for higher ethical standards locally.

## **Employee relationships**

We welcome and support people of all backgrounds and identities. This includes but is not limited to, members of any sexual orientation, gender identity and expression, race, ethnicity, culture, national origin, social and economic class, educational level, colour, immigration status, sex, age, size, family status, political belief, religion, and mental and physical ability. We create working environments that not only address individual needs but allow our people to utilize their unique strengths.

Everyone in our company should be hired, recognized or promoted because of their skills, character and work ethics. We would not like to see phenomena of nepotism, favouritism or conflicts of interest. We also want to ensure that relationships between employees, partners and customers are appropriate and harmonious.

## **Conflict of interest**

When you are experiencing a conflict of interest, your personal goals are no longer aligned with your responsibilities towards us. For example, accepting a bribe may benefit you financially, but it is illegal and against our business code of ethics. If we become aware of such behaviour, you will lose your job and may face legal repercussions.

For this reason, conflicts of interest are a serious issue for all of us. We expect you to be vigilant to spot circumstances that create conflicts of interest, either for yourself or for your direct employees. Follow our policies and always act in AgroCares' best interests. Whenever possible, do not let personal or financial interests get in the way of your job. If you are experiencing an ethical dilemma, talk to your manager or HR and we will try to help you resolve it.

All non-public information about AgroCares should be considered confidential information. Employees who have access to confidential information about AgroCares, her customers, partners,

employees or suppliers or any other entity are not permitted to use or share that information for trading purposes in AgroCares or the other entity's securities or for any other purpose except the conduct of AgroCares business. To use non-public information for personal financial benefit or to "tip" others who might make an investment decision based on this information is not only unethical but also illegal.

Employees are prohibited from taking for themselves opportunities that are discovered using corporate property, information or position without the consent of the directors. No employee may use corporate property, information, or position for personal gain, and no employee may compete with AgroCares directly or indirectly.

### **Competition and Fair Dealing**

We seek to outperform our competition fairly and honestly. We seek competitive advantages through superior performance, never through unethical or illegal business practices. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited.

Each employee should endeavour to respect the rights of and deal fairly with AgroCares customers, suppliers, competitors and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other illegal trade practice.

No employee is permitted to engage in price fixing, bid rigging, allocation of markets or customers, or similar illegal anti-competitive activities.

To maintain AgroCares' valuable reputation, compliance with our quality processes and safety requirements is essential.

The purpose of business entertainment and gifts in a commercial setting is to create goodwill and sound working relationships, not to gain an unfair advantage with customers. No gift or entertainment should ever be offered, given, provided or accepted by any employee, family member of an employee, or agent unless it: is not a cash gift, is consistent with customary business practices, is reasonable in value, cannot be construed as a bribe or payoff and does not violate any laws, regulations or applicable policies of the other party's organization. Please discuss with your manager or HR any gifts or proposed gifts which you are not certain are appropriate.

### **Discrimination and Harassment**

The diversity of AgroCares employees is a tremendous asset. We are firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment based on race, colour, religion, sex, national origin or any other protected class. For further information, you should consult your manager or HR.

### **Cyber security and digital devices**

We want to set some guidelines for using computers, phones, our internet connection and social media to ensure security and protect our assets.

## **Internet, phone, and mail usage**

Our corporate internet connection is primarily for business. But you can occasionally use our connection for personal purposes as long as this doesn't interfere with your job responsibilities. You must not use our internet connection to:

- Download or upload obscene, offensive or illegal material,
- Send confidential information to unauthorized recipients,
- Invade another person's privacy and gain access to sensitive information,
- Download or upload pirated movies, music, material or software,
- Visit potentially dangerous websites that can compromise our network and computers' safety,
- Perform unauthorized or illegal actions, like hacking, fraud or buying/selling illegal goods.

We allow the use of (smart)phones at work. But we also want to ensure that your devices won't distract you from your work or disrupt our workplace. We ask you to follow a few simple rules:

- Use your phone in a manner that benefits your work (business calls, productivity apps, calendars.)
- Keep personal calls brief and use an empty meeting room or common area so as not to disturb your colleagues.
- Don't download or upload inappropriate, illegal or obscene material using our corporate internet connection.

Email is essential to our work. You should use your company email primarily for work, but we allow some use of your company email for personal reasons. No matter how you use your corporate email, we expect you to avoid:

- Signing up for illegal, unreliable, disreputable or suspect websites and services,
- Sending unauthorized marketing content or emails,
- Registering for a competitor's services, unless authorized,
- Sending insulting or discriminatory messages and content,
- Spamming other people's emails, including your co-workers.

In general, use strong passwords and be vigilant in catching emails that carry malware or phishing attempts. If you are not sure that an email you received is safe, ask the IT department.

## **Social media**

We want to provide practical advice to prevent careless use of social media in our workplace. We address two types of social media uses: using personal social media at work and representing our company through social media.

You are permitted to access your personal accounts at work. But we expect you to act responsibly, according to our policies and ensure that you stay productive. Specifically, we ask you to:

- Discipline yourself. Avoid getting sidetracked by your social platforms,
- Ensure others know that your personal account or statements don't represent our company. For example, use a disclaimer such as "opinions are my own."
- Avoid sharing intellectual property (e.g., trademarks) or confidential information. Ask your manager before you share company news that's not officially announced,
- Avoid any defamatory, offensive or derogatory content. You may violate our company's anti-harassment policy if you direct such content towards colleagues, clients or partners,
- If you handle our social media accounts or speak on our company's behalf, we expect you to protect our company's image and reputation. Specifically, you should:
  - Be respectful, polite and patient,

- Avoid speaking on matters outside your field of expertise, when possible,
- Follow our confidentiality and data protection policies and observe laws governing copyrights, trademarks, plagiarism and fair use,
- Coordinate with our management team when you're about to share any major-impact content,
- Avoid deleting or ignoring comments for no reason,
- Correct or remove any misleading or false content as quickly as possible.

### **Code of Ethics for Financial Officers**

Ethical behaviour among AgroCares employees is fundamental and not negotiable. By acting ethically and with integrity, AgroCares earned the trust of clients, regulators and the public.

Management of AgroCares considers it vital for Financial Officers involved in the handling of financial data and communication, to act in a way which is above reproach and responds to high ethical standards. The Code of Ethics for Financial Officers sets out the rules, by which Financial Officers must abide.

- AgroCares publishes full, accurate, objective and understandable information, communicated in the required timeframes. The Financial officer does not allow bias, conflict of interest, or inappropriate influence of others to override the professional judgments and responsibilities;
- The finance department gives early warnings of possible future negative business and organizational developments and makes sure that the possible financial impact is reflected adequately. The figures, presented, must be correct, reliable and transparent;
- The finance department protects and takes measures to safeguard the confidential and personal information that they hold, collecting and handling it in compliance with applicable laws, and professional obligations.

The Financial Officer ensures (to the extent of his/her competence, authority and level of responsibility) that:

- AgroCares complies with all regulations of Local or other administrative authorities, or any other public or private agency granted regulatory powers and authority over AgroCares.

### **Questions**

In case of questions about this code, explanation, guidelines or assistance, contact:

H. Hekman CEO AgroCares

B. Hazelaar CFO AgroCares