

# BUSINESS ETHICS AT ATEA

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# 1. Introduction

*“For over 50 years, Atea has built its business by earning the trust of its customers and partners and creating an environment where talented professionals can collaborate, learn and grow.”*

— Steinar Sønsteby, CEO

## Together, we build the future with IT.

Atea is opposed to corruption and bribery in any form and is actively opposed to all forms of corruption and bribery within Atea's business areas. This Business Ethics policy applies to all Atea employees. It presents specific guidelines to prevent corruption and bribery in the form of gifts, travel, entertainment, events, sponsorship and similar activities. This is ensured via Atea's management system to prevent bribery, based on the ISO 37001 anti-bribery standard and reinforced annually through mandatory Code of Conduct training. These guidelines supplement the Atea Group's Code of Conduct.

In addition to the guidelines described in this document, each Atea employee must exercise common sense regarding good business ethics. Customers may be subject to stricter guidelines than those described here, and other rules may apply in other countries. Those rules and guidelines must be followed in addition to this policy. It is our responsibility to be aware of those rules if we do business together.

These guidelines also include instructions on how individual employees should act in any case of doubt.

The recipient's (customer, partner, other third party) Code of Conduct and internal guidelines will always take precedence before Atea's Code of Conduct if it sets higher requirements. Therefore, it's important to investigate the rules to which the recipient is subject. For example: before issuing invitations to events or providing entertainment.

A benchmark to apply in difficult situations is the “openness test.” The test means that if a dinner, trip or event would not pass either public scrutiny or disclosure within the recipient's or Atea's organization, it will probably not fulfil the business ethics requirement. If an individual employee or department is uncertain or in need of clarification of the provisions of this guideline or the Code of Conduct, Group Governance, Risk & Compliance can be contacted for guidance at [group.grc@atea.com](mailto:group.grc@atea.com)

Compliance Officers for each business unit can also be contacted as follows:

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The latest version of this document, including the code of conduct and related information can be found at [atea.com/compliance](https://atea.com/compliance)

## 2. Entertainment and gifts

### General

In Atea's work with customers, suppliers and other external partners, situations can arise in which Atea offers—or our employees accept—invitations to business-related and social events.

Atea's policy is not to prevent entertainment, but to use rules and guidelines to clarify how we should and must act. It should be easy to get it right and difficult to get it wrong.

Entertainment, gifts and events directed at the public sector—such as government employees, municipalities, regions, public authorities, public enterprises and institutions (including state-owned enterprises)—must be in accordance with legislation in each country/business unit. Refer to specific guidelines available in each country/business unit.

### 2.1 Entertainment

Entertainment must be strictly for business purposes and must not promote the personal interests of customer or stakeholder employees. Entertainment must also take place in direct relation to a business activity, such as lunch before or after a workshop, dinner after a meeting. Paying for dinner for an external party without defining the business content is not permitted.

Lunch or dinner may still be in conflict with the rules, even if the costs are below the applicable limits in the country/business unit gift and hospitality policy. Cost is not the only factor to be observed. Any situation that can be perceived as undue influence must be avoided, even if the cost only represents a modest sum. The frequency of invitations issued for dinners and events must also be observed. Repeated entertainment for the same recipients should be undertaken with care, particularly regarding paid trips for customers or partners.

#### 2.1.1 Public sector

Special restrictions apply when doing business with clients in the public sector. Refer to specific guidelines for each country/business unit. In addition, offering entertainment to clients in the public sector is only possible if the organization in question has not prescribed otherwise.

Furthermore, no entertainment may be offered to public sector employees who are involved in exercising public authority.

While such authority is usually exercised by state and municipal authorities, it may also apply to private operators (e.g., private schools and healthcare companies). This applies to a number of organizations, and also to certain situations where entertainment is forbidden. In case of doubt, contact your immediate manager or the Compliance Officer.

#### 2.1.2 Private sector

Business content requirements listed in 2.1 of this policy apply to all private sector entertainment. Refer to specific guidelines available in each country/business unit for further guidance on cost limitations.

#### 2.1.3 Expense reporting

All entertainment/expenses must be registered via the specified IT system defined in each country/business unit. Expenses must be approved by the immediate manager in accordance with the Atea Group authority matrix and additional applicable authority matrix in each country/business unit. For further guidance concerning specific amounts related to—for example—dinners and compliance with tax legislation, refer to the gifts and hospitality policy in each country/business unit.

## 2.2 Gifts

It is never appropriate to accept a gift that can entail a debt of gratitude. Under no circumstances can gifts or other benefits, such as entertainment, be offered or accepted as compensation for action or as part of a procurement procedure or contract. This applies whether or not you and the potential recipient are directly involved in the decision-making process. This also includes individual discounts or accepting products at no cost, as well as samples or other benefits—even where there is little or no monetary value.

It is permitted to offer gifts in conjunction with a business meeting or to acknowledge a customer's business-related anniversary, for example. Refer to specific guidelines available in each country/business unit for further guidance on cost limitations. However, personal gifts, as well as cash or equivalent (e.g., cinema tickets and gift cards) are not permitted. In addition, alcoholic beverages and fully or partly paid leisure trips are also examples of gifts that are not permitted. Note that gifts may not be given to recipients to mark weekends or personal anniversaries. This applies to all recipients in both the public and private sector.

## 2.3 Atea employees

The rules on gifts also apply to accepting gifts for Atea employees.

## 3. Public procurement

Prior to a public invitation to tender—or during any such procedure or as part of the transactions subject to the agreement awarded—Atea never offers special terms or discounts that are not in accordance with the bid or the final contract between the parties.

It is permitted to take part in the preparation of an invitation to tender. This may not, however, take place in a way that leads to distortion of competition or that can be detrimental to Atea. Examples of participation can be through consulting assignments or the performance of workshops or analysis.

Atea's employees must conduct themselves such that Atea does not risk detrimental participation in a public procurement process. For further information, contact the bid office function or equivalent in the applicable country/business unit.

### **Gifts and entertainment**

Before and during public procurement procedures, providing entertainment or offering gifts to public sector employees must be avoided completely.

## 4. Demo devices and samples

### 4.1 Customers, suppliers and other third parties

Atea does not generally lend out products/equipment to customers. In rare cases where it does so, a loan agreement must first be established. The loan agreement must at least indicate the value of the equipment, for how long the equipment is lent, to whom the product is lent, and who is responsible for the loan at Atea. Registration then takes place in accordance with applicable country/business unit procedures. The only exception is where the procurement procedure requires a certification copy to be provided. These are part of the business transaction and are documented in the agreement.

### 4.2 Atea employees

*Demo units from strategic partners and suppliers.*

The lending of products from partners or suppliers must be registered after a loan agreement is established. The loan agreement must at least indicate the value of the equipment, for how long the equipment is lent, who is lending out the product, and the recipient responsible at Atea. Registration then takes place in accordance with current procedures in the country/business unit. Market development funds (MDF) are not permitted to use to acquire demo units. Lending of products from customers is also not permitted.

## 5. Events, travel and competitions

### General

Events to which customers are invited must be strictly of a business nature and must not promote the personal interests of the customers' employees.

It is not permitted to bring a spouse or partner to events, because covering that cost is considered a gift and their participation represents value for the recipient. There is also risk of reducing the business-related focus of the event. In case of doubt, contact the Compliance Officer.

#### *Attending activities "on your own time"*

All time spent during a business trip or at an event is considered to be time in service of the employer. No "personal time" exists in those circumstances. It is not permitted for Atea employees to attend "free" or "VIP" activities that involve extensive entertainment, since there is a risk that it may affect the business relationship with the arranging party.

The person/department responsible for the event must keep an updated list of participant names and employers.

If any measure contravenes these guidelines, Atea's employees may not take any measures through a third party. This means you may not use a sub-supplier or an event agency to take

measures that conflict with Atea's policy, since any such third party would also be acting on behalf of Atea.

Atea's nationally arranged venues are subject to specifically approved regulations. See the specific instructions for the respective events.

### 5.1 Private sector

Payment for lunch or dinner in conjunction with a meeting or other company event—or participation in a product presentation, training, professional network or fair—is generally permitted. The professional conduct of business must always be central to any such activities. The location where the event or dinner takes place may never constitute an attraction in itself. Atea never pays for customer transportation or accommodation expenses in conjunction with an event.

### 5.2 Public sector

Events to which public-sector employees are invited must be of a business nature and must not promote the personal interests of the employees. The professional conduct of business must always be central to any such activities. The location or extent of food and beverages must be appropriate and never serve

as an attraction in itself. For further guidance, refer to country/business unit guidelines and to the Compliance Officer.

### 5.3 Arrangement of competitions with prizes

*For external parties, such as customers or suppliers.*

A competition (e.g., an event where prizes are promised on the basis of volumes sold) may be considered as undue influence. This applies if the prizes are personal or of significant value. Examples are gift tokens or electronic equipment, such as computers or cellphones. This type of prize content is not permitted. Permitted competitions are those where the prizes are of insignificant value and are directly related to the business activities (e.g., give-away promotions, see 5.6). Internal or external competitions without prizes are not subject to these guidelines.

### 5.4 Participation in competitions with prizes

These are arranged by external parties, such as customers or suppliers. The same rules apply as for arrangement (see 5.3). Where there is a competition with non-permitted prizes, participants from Atea must decline to accept the prizes.



## 5.5 Internal competitions at Atea

*For Atea employees.*

The arrangement of competitions with prizes internally at Atea is permitted, with the reservation that the competition is held in accordance with applicable tax legislation.

## 5.6 Give-aways

These may be offered to customers and participants if they are of little value and are related directly to business activities, such as promotional products and peripheral IT-related equipment (e.g., a webcam shield, USB memory stick or other items featuring Atea's logo).

## 5.7 Atea employees

In principle, Atea employees may not accept tickets for events from customers, business partners, suppliers or others. The exception is events directly related to business activities, such as workshops, work meetings, presentations and similar events. See 2.1 for more information about what is considered to be approved entertainment.

## 5.8 Customer and partner trips

For further information, see the applicable guidelines for customer and partner trips in specific country/business unit.

## 6. Travel expenses

### 6.1 Approval of travel expenses

Travel expenses are always subject to approval by the employee's immediate manager via the applicable IT system before reimbursement by Atea. In general, all expenses must be discussed in advance with the employee's immediate manager, and in the case of entertainment involving several participants from Atea, the highest-ranking manager present must handle the bill/invoice.

### 6.2 Responsibility of the verifying manager

If you are a manager, it is only permitted to approve travel expenses if the documents include: receipts covering the full sum, a description specifying the purpose of the event, and the names of all participants along with the names of their organization(s). If there are discrepancies, it must be ensured all necessary supplementary information is received from the employee.

If you discover expenses that contravene this policy, contact your Compliance Officer. Any doubts or inadequate or incorrect information will not necessarily reflect an infringement or irregularity, but will constitute a risk that must always be addressed.

## 7. Sponsorships and donations

### 7.1 Sponsorship

Atea sponsors many activities related to sports, culture and humanitarian work. We do this to support local communities and as part of our market activities to promote brand awareness. Atea undertakes sponsorship activities based on taxation laws, anti-corruption legislation, and in observance of responsible management of costs.

Some sponsorships may be considered as inappropriate and may give the appearance of bribery.

Therefore, all sponsorships at Atea must be approved in advance by the designated Manager and Compliance Officer. A list of all approved sponsorships is maintained and continuously updated. All sponsorship must also be based on a written agreement with the recipient, and the recipient must confirm receipt of the sponsorship amount in writing. On follow-up, the recipient must be able to provide documentation as confirmation that the amount is used for the agreed purpose.

Sponsorship may never be used to circumvent Atea's other internal guidelines and rules, including those specified in this policy concerning gifts and entertainment. Nor can it be used to circumvent the rules for gifts and entertainment to which the recipient is subject in their own organization.

### 7.2 Donations

Atea makes a number of annual donations. All donations must be approved by both the designated manager and Compliance Officer before the transfer of any money or products. All donations must be based on a written agreement.

Atea does not make donations to individuals, or donations to organizations that directly benefit individuals on an inappropriate basis.

## 8. Roles and responsibility

### General

The Head of Group Governance, Risk and Compliance is responsible for continuously ensuring that this policy is complied with and updated, and for proposing changes in its content to the Group Compliance Committee.

Atea's Code of Conduct, guidelines and instructions are assessed and revised periodically. It is therefore important to stay updated on any changes made. Updated editions of this guideline, the Code of Conduct, or specific instructions are available on the Atea group intranet, as well as on the external Atea website.

There are no financial incentives related to complying with this Business Ethics policy. This ensures employee impartiality. Atea continuously monitors infringements concerning the Code of Conduct and related guidelines. The Compliance Officers, Compliance Function and Compliance Committee ensure the escalation, investigation and handling of any deviations in accordance with the Code of Conduct. The role or function that is investigated may not take part in the investigation.

To assess compliance with these guidelines, several KPIs are monitored. These indicate the extent to which Atea employees actively exercise responsibility at a personal level. The KPIs include: number of guidance sessions carried out by the Compliance Officers, training completion ratio, number of incidents investigated, and number of whistleblower cases. Adhering to these KPIs is a precondition for Atea to be able to work systematically to prevent bribery and corruption.

### 8.1 Employee's responsibility

As an Atea employee, you are responsible for working in accordance with Atea's guidelines, and with applicable country legislation. Atea considers all infringements to be a potential breach of agreement with regards to your employment contract. Depending on the extent of the infringement, employment may be affected in the first instance as guidance. It may also be subject to escalation in the form of reprimand from the immediate manager, a written reminder via HR, or termination of your employment contract. In certain cases, infringement may also be in breach of a country's Criminal Code and can therefore be reported to the local police.

### 8.2 Whistleblower function

Any violation must be reported to the Compliance Officer or by using Atea's Whistleblower function. Please note that failure to comply with this policy due to encouragement or an order from a manager is unacceptable. Atea has a strict non-retaliation policy. That means that employees are not subject to consequences—direct or indirect—by reporting a suspected violation. It is possible to report a matter anonymously through the Whistleblower function: each case is handled via an external law firm. Reporting via the Whistleblower function can take place whether or not you are employed by Atea. You can register your case [here](#).

You can read about how to use the Whistleblower function [here](#).

### 8.3 Is it acceptable to deviate from this guideline?

In general, no deviations may be made from this guideline. Nor is any employee permitted to deviate from this guideline at their own initiative. Exceptions must always be approved in writing by the Compliance Officer.

*If you are uncertain ...*

... you must always ask the Compliance Officer. If you are uncertain about guidelines or rules from a customer or partner, ask the relevant customer representative or partner. If a specific employee of a customer is uncertain, for example, about whether they may attend an event to which Atea has invited them, advise them to first get their employer's approval to attend the event before accepting the invitation. It is unacceptable to deviate from this guideline for the sole purpose of complying with a request from a customer, partner or supplier.

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