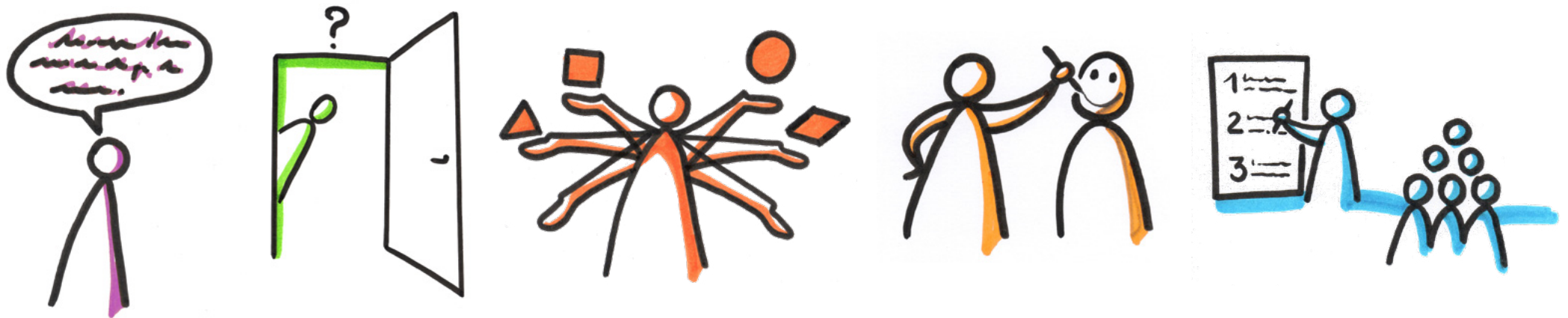




# CODE OF CONDUCT





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# ***MESSAGE FROM THE BOARD OF DIRECTORS AND THE LEADERSHIP TEAM***



## DEAR ALL,

With more than 570 team members working in over 20 offices all over the world, EVS is today a leading provider of live video technology, with a global footprint.

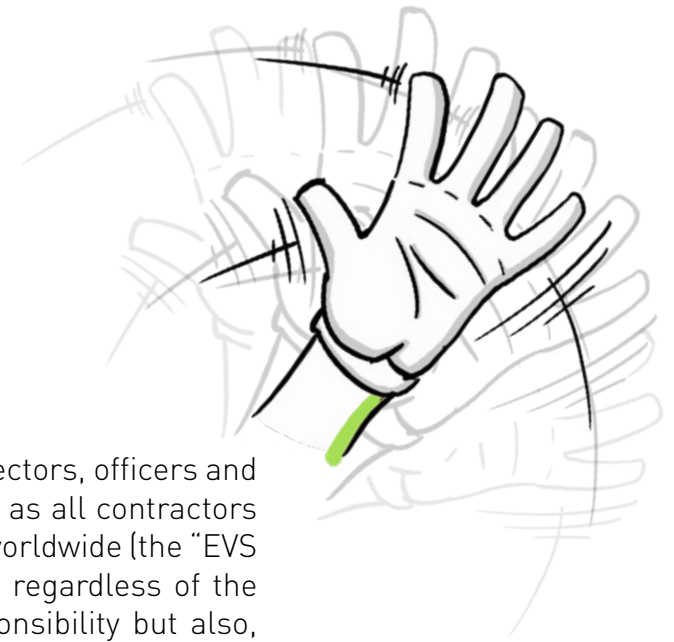
Such success is dependent upon your conduct as an EVS Team Member. We expect therefore that you will always conduct with integrity. At EVS, this means doing the right thing in the right way. We strongly believe indeed that it is only with our integrity intact that EVS can remain a successful company and stay on the right track for the future.

This Code of Conduct (the “Code”) reflects our Company’s integrity values and offers you guidance to help you to make the correct decision in every situation even when the right thing to do is not obvious.

The Code applies to all directors, officers and employees of EVS, as well as all contractors providing services to EVS worldwide (the “EVS Team Members” or “you”) regardless of the position and level of responsibility but also, where appropriate, to all potential suppliers, contractors, customers or other partners (the “Business Partners”).

Play it safe. In case of doubt on the appropriate conduct in any potential situation, please contact your local management and the Legal Department.

Thank you in advance for acting in accordance with these principles and values. Your commitment will preserve and reinforce our strong company culture and contribute more than ever to our continued success.



A high-angle, wide shot of a modern, multi-level office interior. The space is characterized by extensive glass walls and railings, creating a transparent and open atmosphere. Several levels are visible, each with different office setups. On the top level, there's a red modular sofa. The middle levels feature glass-walled offices and open-plan workspaces with desks, computers, and chairs. Some areas have colorful partitions or furniture, like a bright orange circular sofa in the foreground. Stairs with glass railings are visible on the right side. The overall design is clean, bright, and collaborative.

# 2 *WORK ENVIRONMENT*



## WHAT IT MEANS

**As an EVS Team Member, you are our most valuable asset.**

We are therefore committed to providing a positive work environment where you are treated fairly, with respect and without any discrimination, and where you treat others the same way.

We also aim to provide equal opportunities to all our EVS Team Members or applicants regardless of their gender, sexual orientation, disability, age, ethnic origin or political or religious beliefs.

Finally, we ensure we provide all EVS Team Members with a safe and healthy work environment while protecting the environment by complying with all applicable environment, health and safety laws and regulations but also through a number of worthwhile specific initiatives.



## HOW TO DO THE RIGHT THING?

- A great place to work depends on the way you behave:
  - » Be positive, treat others fairly and respect them irrespective of their background or preferences as we are all in the same team.
  - » Avoid any form of harassment in the workplace either verbal, such as intimidating, inappropriate or negative comments, or physical, such as aggressive behavior or unwanted contact or sexual advances.
  - » Speak up and if necessary, report any behavior that would not be in line with our values to the Human Resources Department.
- Play it safe and follow the health & safety procedures applicable in your office and report any concerns about potential threats to health and safety to the Human Resources Department and prevention officer.
- Help us preserve the environment.



## EXAMPLES

- An EVS Team Member makes inappropriate jokes about you or even yells at you during a meeting. Is it OK?
  - » *Though everyone may have a bad day on the job, that does not excuse inappropriate comments or aggressive behavior. If you feel comfortable, tell this EVS Team Member how you feel about the way he has behaved to solve this in a constructive way. If you do not feel comfortable or if such behavior continues, please contact the Human Resources Department.*
- When we are looking for candidates for a position within our company, we always use fairness as a guiding principle to determine the best approach:
  - » *If we believe that we might already have such talent within our Company, we will first open the position internally or directly approach potential internal candidates depending on the characteristic and level of the required profile. If we believe that we might hire such talent outside our companies as well, we will then open an external vacancy or mandate a headhunter when we are dealing with a more specific profile.*
- Health & Safety rules must be followed, and this implies notably that we expect you to:
  - » *respect the procedures and guidelines in case of fire alarm or other incident*
  - » *wear personal protective equipment if required for your function (ex. security shoes)*
  - » *maintain clean and tidy premises in compliance with storage rules (evacuation path, RF door, product storage, etc.)*
- You are expected to help us preserve the environment and reduce EVS' energy footprint by:
  - » *actively reducing/recycling waste and disposal (e.g. paper, plastics, etc.)*
  - » *reducing energy consumption with a constant focus to provide maximum functionality for minimum power consumption*
  - » *not using any banned or polluting materials in our products*

# 3 COMPANY RESOURCES



## WHAT IT MEANS

**We protect our Company resources** as they are key for our business:

### Non-public information

Protecting the non-public information about our Company or Business Partners is not only mandatory but also necessary to guarantee our competitiveness and continued success in the industry.

You are therefore requested to:

- keep secret our Company non-public information; and
- only use it within the framework of your job.

---

**What is our Company non-public information?** It can be written, spoken or electronic and include notably non-public information on:

- Our business ;
- Our products, services and technologies (e.g. roadmap, prototype, R&D documentation, SW (source) codes, HW designs, API, SDK, processes, , etc) ;
- Any corporate, financial or strategic information, negotiations or forecast ;
- Any non-public information provided by a Business Partner on confidential basis.

---

### Our intellectual property rights

We protect our ideas, code, designs, writings, know-how, trade secrets not only by confidentiality but also through all available intellectual property protection means (patents, copyrights, trademarks, design rights, etc.). We also respect the valid intellectual property rights of our Business Partners and others.

### All our other assets

The buildings we work in, the technology that connects us, the emails we exchange, the computers and mobile devices we use to do our jobs ... all of this and more are Company assets that we are each entrusted to protect from damage, loss, misuse and theft. Therefore, we require you to comply with all the Company procedures aimed at preserving those assets.

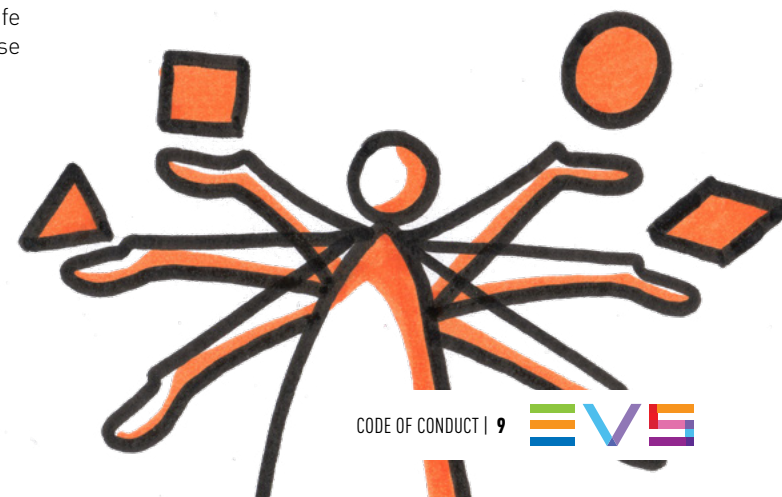
## HOW TO DO THE RIGHT THING?

Take appropriate steps to protect non-public information

- Inside our Company:
  - » Share such information only with those who have both the authorization to access it and a "need to know" the information in order to do their jobs.
  - » Keep such information on restricted access files and devices.
- Outside our Company
  - » Only disclose such information to Business Partners after having received the green light of your local manager and provided that a Non-Disclosure Agreement has been signed.
- Play it safe. If you are not sure whether you are dealing with non-public information, treat it as though it is, and ask the Legal Department before sharing it with anyone. You should immediately contact the Legal Department if you are aware of any breach of confidentiality.
- Keep in mind that your duty regarding non-public information lasts during the term of your employment but also thereafter.
- If you are creating new products or services, consult the Legal Department about how these can be protected by the appropriate intellectual property protection means such as patents.
- If you want to use intellectual property created by someone else, e.g. technical designs, consult the Legal Department to obtain permission from the owner.
- Use the other Company assets at your disposal (such as your computer, electronic files, emails and mobile phone) in accordance with the applicable policies. Keep them safe and report any loss or data hacking as it might be the cause of a confidentiality breach.

## EXAMPLES

- One of your regular contacts working for one of our main customers urgently needs a copy of our new roadmap in order to send us a new purchase order. Can you send it to him in the interest of time and check whether the appropriate confidentiality obligations are in place thereafter?
  - » *No, once such information is sent without a signed Non-Disclosure Agreement or equivalent confidentiality obligations in place, it is not protected and can be used by other actors of the industry against us. Please always contact the Legal Department first.*
- You have worked with your team on a tough project/deal which has been finally completed and have decided to celebrate with your colleagues outside the office. Can you tell other colleagues not involved on this project/deal and/or family and friends about the reason of this celebration?
  - » *You can tell them you are going to celebrate the end of a project/deal but do not mention the nature or size of the project/deal or the name of the Business Partners involved as long as this information has not been made public as strict confidentiality obligations must generally apply until then.*
- You know that one of your colleagues in another department can help you resolve a blocking issue regarding the setup of a customer. Can you share the personal password that you have received giving remote access to the said customer setup to speed up the process?
  - » *No, it is against Company policy to share any password. Please inform your local manager of your proposed approach to solve such blocking issue and ensure that your colleague receives his/her own password.*





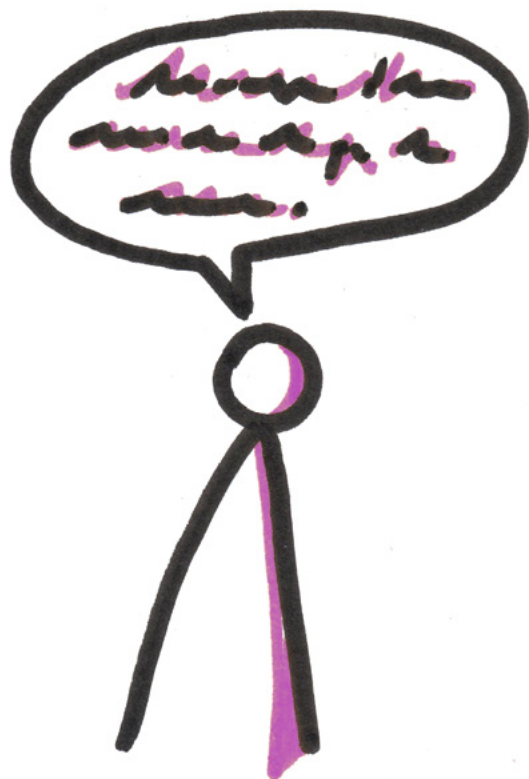
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# ***COMMUNICATION AND REPRESENTATION ON BEHALF OF THE COMPANY***

## WHAT IT MEANS

EVS - as a listed company on the NYSE EURONEXT Brussels market - informs the public, investors and Business Partners, through official public releases and ensures that such communication is accurate, in compliance with our legal obligations while still protecting our confidentiality and interests. **Therefore, only the EVS Team Members responsible for the communication within the Company can communicate on its behalf.**

**In addition, to ensure that all EVS' decisions are made at the appropriate levels, only the EVS legal representatives can represent the Company and sign on its behalf.**



## HOW TO DO THE RIGHT THING?

Let the EVS Team Members responsible for the communication speak and make formal statements on behalf of the Company.

- If you receive an external inquiry about a Company matter, you should not respond and direct the inquiry to those EVS Team Members.
- When engaging on social media (e.g. Facebook, LinkedIn, Twitter, blogs, etc.) or when speaking about your function outside the office (local conference, school presentation, etc.), you must be consistent with our official public releases, comply where appropriate with our social media charter and preserve the confidentiality of our non-public information.

Only sign or make an order/agreement on behalf of the Company if:

- you are specifically authorized to do so; and
- the terms thereof have been validated by the Legal Department.

## EXAMPLES

- In a dinner conversation, your friends are informally asking about the results of EVS and our future performance. How can you answer?
  - » *Only the EVS Team Members responsible for the communication are authorized to communicate on behalf of the Company. You should thus not talk to anyone inside or outside the Company about our results (unless the other person is legally authorized to know such information). Please refer them to our financial public release and steer the conversation towards your last family city-trip instead!*
- You have read an article about EVS products, services or performance on the internet. Can you react to this article as EVS Team Member to confirm or infirm its content?
  - » *Only the EVS Team Members responsible for the communication are authorized to communicate on behalf of the Company: you should not post anything relating to your Company unless you are authorized to do so.*
- One of our main customers is requiring the signature of a technical certificate/short agreement to allow the shipping of our EVS products or services. You have reviewed the content thereof and do not see any specific issues. Can you sign such certificate/ agreement?
  - » *No, unless you have been explicitly authorized to do so and provided that the terms have been validated by the Legal Department.*







5

## ***TRADING ON INSIDE INFORMATION***

## WHAT IT MEANS

**We do not trade on inside information.** While working for EVS, you may learn or have access to inside information.

**What is inside information?** Information that has not yet been made public and if made public, would be likely to have a significant effect on the trading price of EVS shares.

Without being an exhaustive list, it includes:

- any non-public information on our financial or operational results;
- any potential acquisition;
- the announcement of a dividend or a capital increase;
- any significant event on our Company's business such as an important contract which significantly modifies the given guidance on our results or the launching of a new product;
- the release or reception of a take-over bid;
- the appointment or the departure of key-persons.

The improper use of inside information (even involuntarily) is called **insider trading** and is illegal under both Belgian and international applicable laws. It can lead to disciplinary sanctions, immediate dismissal, heavy fines and a prison sentence.



## HOW TO DO THE RIGHT THING?

When possessing such inside information on EVS, it is strictly forbidden to:

- buy or sell EVS shares or securities directly or indirectly (including within the framework of Company plans such as the Company's stock option plans);
- disclose such inside information (even a glimpse of it like the award/loss of a multi-million contract or the development of a break-through product without mentioning any further details thereof) to anyone (including your colleagues, family and friends) other than the persons authorized to possess such inside information; and
- "Tip" or recommend transaction on EVS shares to anyone else (including your colleagues, family and friends).

Again, play it safe.

- If you are not sure if some information is inside information and to whom or how to share it, treat it as though it is, and ask the Legal Department about it before proceeding. In addition, immediately contact the Legal Department if you are aware of any breach of the above obligations.
- If you receive an external request for inside information – for example, seeking guidance about our biannual results, or asking for confirmation of a rumor – you should not respond. Instead, direct the inquiry to the CFO and the Legal Department.

In addition, you may not trade during the period beginning one month before the publication date of the bi-annual results and ending at 12.00 CET on the day of the publication.



## EXAMPLES

- You have worked on a deal and have been informed by your colleagues when celebrating it that such deal will allow us to exceed significantly the guidance given by the analysts in terms of results by the end of the year. Can you buy shares immediately?
  - » *No. You would be using inside information to buy securities which is illegal. You must wait until the publication of our year end results or of the size of the deal.*
- Your parents are very proud of your function at EVS and have invested 2,500 EUR in EVS shares. You are however aware that the loss of a main customer will have a significant negative impact on our H1 results which are not published yet. Can you recommend them to sell their shares without mentioning the reason behind your recommendation?
  - » *No. You are using inside information to sell securities indirectly which is illegal. You cannot give any recommendation when possessing inside information.*
- You are working on a project considered as inside information by EVS' management. Your colleagues are asking you why you have been working around the clock lately. Can you respond that you are working on a project considered as inside information and not revealing any other details thereof?
  - » *No, you are disclosing inside information by the sole fact that you are working on a project considered as inside information which is illegal. You can only disclose such inside information to the colleagues/contractors specifically listed by the Company's management as authorized to possess such inside information in the necessary course of business.*



A close-up, shallow depth-of-field photograph of a person's hands typing on a laptop keyboard. The person is wearing a mustard-colored sweater and a black watch. The laptop is silver and has a yellow sticky note on the keyboard. In the background, a blue water bottle and some papers are visible but out of focus. A green diagonal banner is overlaid on the right side of the image.

# 6 *PRIVACY*



## WHAT IT MEANS

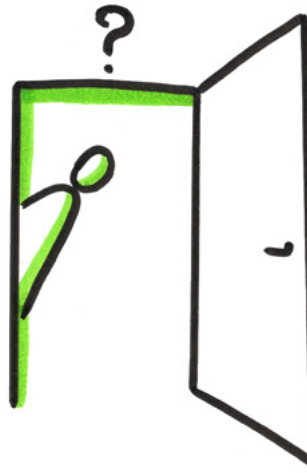
### We follow privacy laws.

The basis of any good relationship is trust. When our Business Partners do business with us, they entrust us with their or third parties' personal data. Our Team Members also trust EVS to keep their personal data private and secure. We take our responsibility and obligations to our Business Partners and Team Members seriously to collect, use and process any personal data only for legitimate business purposes and protect it from possible loss, misuse or disclosure.

Personal data is any information that can identify an individual or which relates to an identifiable individual.

EVS has issued a Data Protection Policy which applies to all EVS entities (and their staff) as a group unless stricter national data protection conditions apply. The purpose of this Data Protection Policy is to explain:

- how EVS collects, processes, uses, stores and transfers personal data:
  - » the type of personal data;
  - » the purposes and legal basis of each processing;
  - » the recipients and transfers of personal data;
  - » the criteria determining the period during which the personal data will be stored;
  - » the necessary security measures, etc.
- the obligations of EVS and each Team Member in this respect
- the rights of the persons whose data is processed.



## HOW TO DO THE RIGHT THING?

Always follow our Data Protection Policy, and in particular:

- If you are contemplating a new process involving personal data (e.g. new application, tool, software in our products), you are required to consult the Legal Department to make sure all aspects of this process are compliant with applicable (privacy) laws
- Do not make "local" copies of personal data; we do not wish to have duplicates which contributes to inaccuracies and security breaches and is not compliant with our storage standards
- Make sure that all personal data processes are protected with adequate security measures
- At all times comply with your confidentiality duty with respect to personal data you might have access to, including those of your colleagues
- Limit access to the authorized persons who "need to know" the personal data to do their job
- Do not retain superfluous personal data, use personal data for other purposes than the one for which you originally collected them, or keep them longer than required for the data's useful purpose
- Report any personal data breach following data breach procedure

Play it safe. Contact the Legal Department in case of doubt.

## EXAMPLES

- You need to transfer some personal data (names, logs, etc.) to a customer/supplier in the framework of your job. The request of your customer/supplier is totally justified; you understand why and acknowledge that the data is needed. Can you send him this information?
  - » Yes, provided that:
    - You have checked with the Legal Department that there is an agreement between EVS and such customer/supplier which rules the handling of personal data.
    - The personal data is secured (e.g. file protected with a password)
    - Only the strict minimum information is provided (do not send personal data that is not necessary).
    - Where applicable, you have defined a retention period after which the data will be sent back or destroyed.
    - Only the people who have a "need to know" are granted access to the personal data.
  - » Please note as a general rule that you should not insert or copy personal data in ticketing tools or in emails.
- Since you are often on the road and you need an easy access to your customers' details, you are keeping "local" files on your personal computer where you have listed all your customers' contacts and history of your relationship with them. Is that alright?
  - » No. No personal data can be stored on personal laptops or on other "EVS untrusted" devices. Everything must be centralized in corporate tools to avoid security breaches, inaccuracies & multiple sources of personal data.
- Someone accidentally emails you an HR reports that includes names, government IDs and passwords. Should you just close it and forget you saw it?
  - » No. If it was accessed by you, it could be accessed by others without the proper authorization or need to know. Contact the Legal Department to help ensure the appropriate protections are set up.



# ***RELATIONSHIPS***

# 7



## WHAT IT MEANS ?

**We avoid any situation which creates an actual or potential conflict of interest.** Every decision we make while on the job must be objective in the best interest of our Company and not influenced by our personal interests.

**We build transparent relationships.** Our Business Partners place a great deal of trust in our professionalism, products and solutions and we are determined to never disappoint or deceive them as they are essential to our Company's growth and success.

**We compete fairly.** We seek to outperform our competition fairly and honestly. We seek competitive advantages through superior performance and services, never through unethical or illegal business practices.



## HOW TO DO THE RIGHT THING?

- Do not engage in activities that compete against EVS or impact your duties
  - » additional work or activities (irrespective of whether you receive a compensation therefore) is permitted provided that it is done outside Company time and does not interfere with your function as an EVS Team Member. Depending on the provisions of your agreement with the Company, advise and/or approval of your manager and Human Resources Department might be however required.
- Report any conflict of interest to your manager or the Legal Department prior to proceeding and where deemed necessary remove yourself from any decision process (recruitment, purchase, etc.) involving a conflict of interest.
- Avoid using your professional contacts to advance your private business or personal interests at the expenses of EVS.
- Ensure to share accurate and transparent information with all Business Partners, do not mislead them and comply proactively with their applicable (sale, license, partnership or purchase) terms of collaboration.

## EXAMPLES

- Your cousin is interested in a position of software engineer. Can you send his CV to our Talent Acquisition Manager?
  - » Yes, but you should mention that he is a family member and, if possible, not involve yourself in or influence the recruitment process.
- You are responsible for planning a big meeting at our facility and need a caterer. Coincidentally, your sister just started a catering business. This event would be a big help to her. You know she would do a great job and offer great pricing. Can you hire her?
  - » No, not without approval from your manager & opinion of the Procurement and Legal Department. Purchases must be based on objective, neutral and non-discriminatory criteria. Even though there may be legitimate reasons for hiring her, it could look to others that she was awarded the job just because she is your sister.
- One of your friends or close business relationships working for one of our competitors leaves his company and lets you know in a conversation that he can provide you information about the development of their latest product. Do you encourage him to speak, in EVS' sake?
  - » No, if it seems like a favor or like this information would not have been given to you by another employee in normal circumstances; or if it is not covered by a NDA and would be considered by a reasonable person as trade secret information that the said competitor would not be likely to disclose.



8

# ***GIFTS AND ENTERTAINMENT***



## WHAT IT MEANS ?

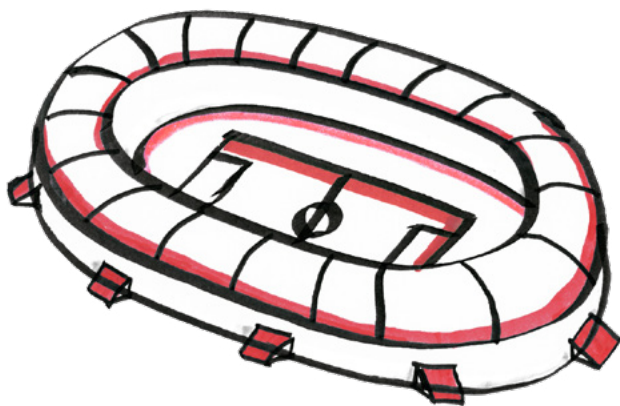
### We are responsible with gifts and entertainment.

Gifts and entertainment can provide opportunities either for EVS or for our Business Partners to build business relationships, networks and promote our respective products and services.

However, the distinction between corruption and gifts and other business courtesies is sometimes blurred, so due care should be exercised. If you do not handle such gifts and entertainment appropriately, they can damage our Company's reputation and violate the law which will result in heavy fines (and even prison sentence for EVS and potentially for you as well when dealing with government or public company officials).

In your interaction with our Business Partners, it is strictly forbidden to:

- Accept or offer any gift or entertainment that seems like as an attempt to get, keep or grant any business advantage such as favorable treatment in negotiations or the awarding of contracts;
- Especially with government or public company officials;
- Notably during a negotiation or a tender process.



## HOW TO DO THE RIGHT THING?

Gifts should never influence, or give the appearance of influencing, your ability to make impartial business decisions in the best interest of EVS.

### Only accept gifts and entertainment that

- are reasonable (not exceeding a value of EUR 125 or otherwise approved by your local manager) and customary, not luxurious or extravagant;
- will clearly be interpreted by others as a gesture of business courtesy and not as influence;

### Decline or send back any gifts and entertainment that

- Do not fall within the above conditions
- Are in cash or cash equivalent such a gift card
- Are offered during a negotiation process

### Only give gifts and entertainment that

- are reasonable
- will clearly be interpreted by others as a gesture of business courtesy and not as influence;
- in compliance with the gift and entertainment policy of the beneficiary

### Do not give any gifts and entertainment that

- Do not fall within the above conditions
- Are in cash or cash equivalent such a gift card
- Are offered during a negotiation or a tender process
- Are to the attention to a government or public company officials

Play it safe: if you are not certain whether an advantage may be accepted or offered, just decline it, or obtain permission in advance from your local manager and the Legal Department.

Specific local policies on business courtesies may apply since practices and laws on this matter tend to vary significantly in different countries and regions. In case of doubt, please contact your local management and the Legal Department.



## EXAMPLES

A regular pen is acceptable NOT an expensive watch.

A bottle of champagne is reasonable NOT a case of fine wine.

A box of chocolate is reasonable NOT a gift basket filled with expensive items.

An occasional business meal is reasonable as long as it is customary and the offering party is attending NOT an extravagant dinner or without the offering party attending.

A match at a local stadium after a business lunch is reasonable NOT airfare and accommodation for an international game/trip abroad.

In any event not during a negotiation process and/or with a government or public company officials except as indicated above.





# ***ACCOUNTING, REPORTING AND COMPLIANCE***

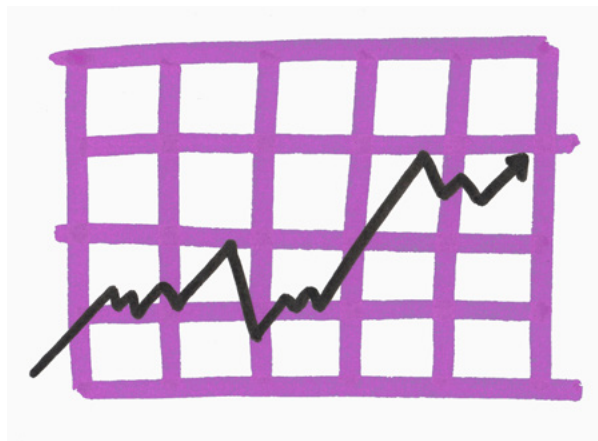
# 9

## WHAT IT MEANS ?

### We maintain accurate records.

EVS - as listed company on the NYSE EURONEXT Brussels market - has to ensure that financial accounts and records accurately reflect the Company's transactions at every level and are retained for the time legally required.

In this context, we have adopted various types of essential internal controls and procedures to meet our internal needs and the applicable laws and regulations. We expect our EVS Team Members to follow these controls and procedures to the extent they apply to them, in order to assure the complete and accurate recording of all transactions.

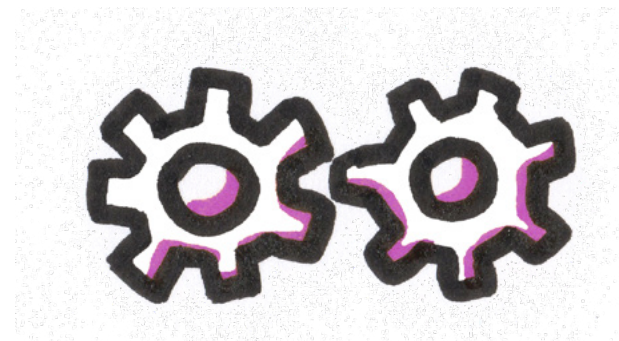


## HOW TO DO THE RIGHT THING?

- Record any financial transactions accurately including your expenses.
- Ensure all documentation is retained for the required length of time and destroyed safely when it is no longer required.
- Cooperate with and truthfully represent matters to the internal or external auditors.
- Consult your local manager and the Finance Department if you anticipate any changes to your budgeted spend for any reason.
- Do not destroy any records as long as the legal retention requirements are applicable.
- Seek guidance from the Finance and Legal Department if you have any doubt or if you become aware of any questionable transaction or accounting practice concerning EVS or our assets.

## EXAMPLES

- As a result of a delay in a project you have unused budget which you would like to spend on a team event. Is this acceptable?
  - » No. Expenses budgeted for one purpose should not be used for any other purpose and Company money should only be spent where there is a business requirement.
- You have exceeded your sales target for this quarter. Can you hold back reporting sales until next quarter to help meet your next quarterly target?
  - » No. You must always ensure that all transactions are reported accurately in the period they occurred.
- Your team did not use all of its approved project budgets this year. In order to maintain this level of budget in the future, is it okay to ask a supplier to pre-bill you this year for one of next year's projects, referencing a current-year purchase order?
  - » No. Doing this would falsify expenses recorded in our books and records, misrepresenting the timing of actual spend.
- You work in Quality. During a very busy time, you documented that certain tests were performed even though you were not able to complete them. The test usually works fine so the risk of a problem seems very low. Is this a reasonable approach?
  - » No. Our customers and consumers trust the quality of our products, so we should never cut corners or misstate results.







# 10

**COMPLIANCE  
WITH LAWS,  
POLICIES AND  
PROCEDURE**





## WHAT IT MEANS ?

**EVS is committed to comply with all laws applicable to our business and activities in the various countries where we operate and in particular the competition and trade laws.**

Competition and antitrust laws are designed to ensure a fair and competitive free market system. This means in particular that:

- Agreements that restrict competition are usually illegal.
- The communication of commercially sensitive information between competitors is illegal.

Trade laws notably:

- Forbid EVS from engaging in commercial relationships with certain sanctioned individuals, entities and governmental organizations which are blacklisted.
- Forbid or restrict the export of certain goods, technologies and software to sanctioned countries.

Therefore, we require you to comply with both applicable laws and regulations and the Company's policies and procedures.

## HOW TO DO THE RIGHT THING?

- Never exchange information or enter into an any agreement (even informal) with a EVS competitor (or Business Partner) regarding:
  - » Prices and profit margins on our products and services
  - » Division of territories, markets or customers
  - » Business strategy
  - » Exclusion of other companies of the market
  - » Refusing to deal with a customer or supplier for improper reasons
  - » Any non-compete restrictions
- Even where there are lawful reasons to communicate with an EVS competitor (for example, where business issues arise from a genuine buyer-seller relationship), take care to avoid the appearance of anti-competitive behavior and limit discussions to the business at issue.
- Avoid talking about bidding intentions with other potential bidders.
- If it has not been done automatically through our (ERP) system, make sure that new customers and suppliers are scanned by the Legal Department to ensure that they are not blacklisted.
- Do not exchange information or agree on any delivery of products or provision of services to or in sanctioned countries.
- Follow all business procedures relating to the import and export of goods, software or technology.
- Since many laws are complex, subject to frequent changes and vary from country to country, you shall obtain the advice of the Legal Department whenever there is doubt as to the lawfulness of your actions or inactions.

## EXAMPLES

- While visiting a fair event, one of your ex colleague who now works for a competitor, starts talking to you about margin in their new products and the need to keep the price high for the sake of all actors in the industry. What should you do?
  - » *You must stop the conversation and make clear that you do not think it is appropriate to discuss such topics. You should not listen silently if competitors start to disclose such information.*
- You have received a request from a distributor established in a non-sanctioned country for the delivery of EVS products and services while you know informally or assume that such EVS products and services will be ultimately provided to an entity established in a sanctioned country. As it is only an informal information or an assumption, can you proceed with the above sales?
  - » *No. Any indirect violation of the trade laws sanctioning certain countries is forbidden as well and as heavily sanctioned. In such a case, you have to obtain the written confirmation that our EVS products and services will NOT be provided to sanctioned countries and, if it is not the case, contact the Legal Department which will decides whether you can proceed with such deal.*







# 11

## ***POLICIES AND PROCEDURE***



## PLAY BY THE RULES:

### FOLLOW OUR INTERNAL POLICIES AND PROCEDURES

EVS internal policies and procedures have been established to ensure that the business is carried out in a transparent, efficient and fair way while protecting the interest of the Company and of its Business Partners.





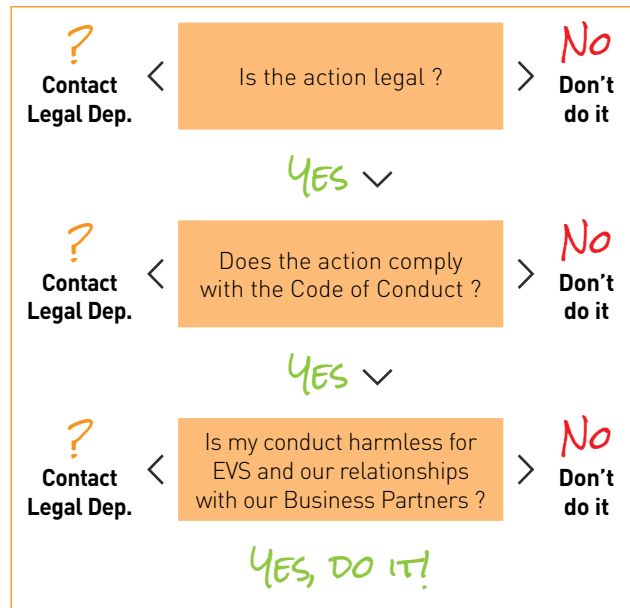
# 12

## ***ADMINISTRATION OF THE CODE***

## HOW TO DO THE RIGHT THING?

The Code is by no means a document that covers every situation you shall encounter in your daily work. You will need to use your own judgement. Think of this Code as a minimum requirement, which must always be followed.

The following will offer you guidance to help you do the right thing in every situation:



## ROLE OF THE BOARD OF DIRECTORS AND MANAGEMENT

The Board of Directors, the Leadership and Skippers Teams and other managers within EVS have important roles under this Code and are expected to demonstrate their personal commitment to this Code by fostering a workplace environment that promotes compliance with the Code and by ensuring that EVS Team Members under their supervision are familiar with the Code and participate to the e-compliance training programs which will be offered by EVS on a regular basis to ensure that we all understand not only the letter but also the spirit of the Code.



## REPORTING A BREACH

Please speak up if you identify a violation of laws, internal policies/procedure or this Code, and report the matter in the first place to your local manager, who is the most appropriate person to appreciate the situation and understand your position. In addition, depending on the matter at stake, the Legal, Human Resources and Finance Departments must be contacted by you and your local manager.

If the matter cannot be reported to your local manager (e.g. because it is too sensitive or inappropriate to be dealt with by a manager) you can speak directly to a member of the Leadership Team or of the Legal or Human Resources Departments with whom you feel comfortable with.

No matter how concerns are reported:

- Keep in mind that we always value honest reporting but that we exclude false accusations as a rule.
- Confidentiality and anonymity will be maintained to every extent possible. Limited disclosures will be made only to facilitate investigation or where required by law.
- No retaliation will be made against anyone who, in good faith, notifies us of a possible violation of the law, internal policies/procedures or this Code, nor will the Company tolerate any harassment or intimidation of any EVS Team Member who reports a suspected violation or participates in an investigation into a suspected violation. In addition, please be aware that some "whistleblower" laws in certain jurisdictions are designed to protect EVS Team Members, under certain circumstances, from discrimination or harassment as a result of providing information to us or to governmental authorities.

## INVESTIGATIONS AND DISCIPLINARY ACTION

Keep in mind that you are violating the Code when you fail to follow it (even involuntarily) or ignore someone else's failure to follow the Code or pressures someone else to violate the Code.

EVS will initiate a prompt investigation following any credible indication that a breach of law or this Code may have occurred. The Company will also initiate appropriate corrective action as deemed necessary, which may include notifying the appropriate authorities.

We take all potential Code violations seriously. They may lead to disciplinary action, including termination of your employment or contractual relationship with our Company. Please be aware that EVS may require you to reimburse the Company for any loss it may incur.

If you are involved in a violation, the fact that you reported the violation, together with the degree of cooperation displayed and whether the violation is intentional or unintentional, will be given consideration in the Company's investigation and any resulting disciplinary action.

## APPROVALS AND WAIVERS

Any approval required under this Code must be documented. Any request for a waiver of this Code must be submitted in writing to the Company's Leadership Team (with a copy to the Chairman of the Board of Directors and the Legal Department), which has authority to decide whether to grant a waiver. However, a waiver of any provision of this Code for a director or a member of the EVS Leadership Team must be approved by our Board of Directors or its designated committee. This waiver will be promptly disclosed in accordance with the applicable laws.

## ASKING FOR HELP OR CLARIFICATION

Again, play it safe, if you have a question or concern, you can contact your local manager or the Legal Department. They will have the information you need or will be able to refer the matter to the appropriate person. You are also free to contact any member of the Leadership Team with whom you feel comfortable with.





**CODE OF CONDUCT**  
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VERSION 1.1

**EVS.COM**