

# 74Software

## Code of Ethics

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## Introduction

### Letter from the Chairman of the Board

In the exercise of our business, business ethics is the primary requirement of our daily action.

Beyond the prevailing trends, our role is to guide our customers in their choices and support them in their major transformation projects, by building on the ethical principles and values that characterize us. 74Software's collaborators in over 20 multi-cultural countries share the values of teamwork, progress, trust, and a taste for innovation, excellence and service.

74Software's Code of Ethics is part of an approach of transparency, fairness and loyalty with all our stakeholders: customers, employees, shareholders, partners, suppliers and civil society actors.

The Code of Ethics defines the rules that any group company (74Software and all its subsidiaries being the "Group" or "74Software Group") and any outside and / or temporary employee, director and partner must respect, both in their behavior internally and towards individuals and companies in their professional relations. It also defines the alert procedures put in place in case of non-compliance with these rules.

We make sure that our business ethics rules are known to all third parties with whom we interact.

It is in the spirit of excellence that 74Software has been built and developed and it is with this objective that our Group will continue to build relationships with all its stakeholders.

**Pierre Pasquier**

Chairman of the Board

## 74Software Group's commitments

Present in over 20 countries, the Group wishes to establish a common culture of transparency, trust, integrity and responsibility both internally for our directors, employees and temporary workers and External parties with which the 74Software Group works.

In this respect, the 74Software Group undertakes to respect the laws and regulations in force in the countries in which it is based and in which it operates.

As a responsible company, we understand that the law alone is not enough to solve certain practices that can interfere with human rights or hinder development and distort competition.

The 74Software Group is a signatory to the United Nations Global Compact and promotes all 10 principles of the Global Compact with respect to human rights, labor standards (especially but not limited to prohibition of child labor), the environment and the fight against corruption.

The 74Software Group has also adopted an environmental policy that promotes eco-responsible practices. Our Group has a limited impact on the direct risks to the environment. Nevertheless, we are keen to participate in preserving the planet and controlling our environmental impact.

The 74Software Group is committed to a compliance program based on the principle of “zero tolerance” aimed at preventing and detecting any violation of competition law and the laws applicable to our activities in the fight against fraud and against corruption.

The 74Software Group wanted to formalize these principles by enacting the rules of conduct detailed below to inform and promote these principles both internally with regard to our directors, employees, temporary workers as well as with external parties the 74Software Group collaborates.

We are all responsible for ensuring that our behavior is consistent with the principles of conduct detailed below in this Code.

For the purposes of this Code of Ethics, the terms below are defined:

- “Employees” refers to all individuals employed by the 74Software Group under a permanent or fixed-term employment contract, including trainees and apprentices;
- “Temporary workers” refers to individuals providing services to the 74Software Group under interim or short-term arrangements, such as agency workers or secondees;
- “External parties (third parties)” refers to natural or legal persons who are not employees of the Group but act on its behalf or in its interest. This includes, without limitation, sales agents, distributors, resellers, subcontractors and their employees, consultants, business partners, suppliers, and service providers.

This Code applies to all these categories insofar as they act for or in the name of the 74Software Group or interact with the Group in the context of their professional activities.

## Rules of conduct of Employees

The 74Software Group considers and integrates the cultures and customs of the countries in which it operates, by considering that this can only be beneficial, rewarding and promote added value in terms of new mindsets.

We also attach particular importance to respecting our customers, the quality of our services and the relations with our stakeholders. In the context of these relationships, we consider that a commitment made by an Employee or Temporary workers of 74Software amounts to a commitment made by the 74Software Group.

## Business Conduct

### Corruption and influence peddling

The 74Software group complies with laws and regulations preventing corruption (especially the FCPA, Sapin II bill, UK Bribery Act, Australian Bribery Act).

Corruption is a reprehensible behavior by which a person (public official or private person) solicits, agrees or accepts a gift, offer or promise, gifts or benefits of any kind, with a view to accomplishing, delaying or omitting to perform an act that is directly or indirectly involved in the performance of his or her duties, in order to obtain or maintain a commercial or financial advantage.

This definition distinguishes the notions:

- Active bribery/corruption: when the initiative is taken by the individual who grants unjustified consideration;
- Passive bribery/corruption: when the initiative is taken by the individual who performs or does not perform an act normally done within his or her duties to receive unjustified consideration.

In view of the different national legislation applicable and as soon as an act of corruption is proven, penalties can take different forms depending on the country and in particular, fines, prison sentences, exclusion from the exercise of certain functions, dissolution of the entity concerned, tax penalties, exclusion from public procurement.

In addition, it should be noted that in most States or countries, corruption related to the award of public contracts is generally also a violation of competition rules that may lead to criminal penalties.

Directors, Employees, Temporary workers and External parties must not commit acts of corruption and must not use intermediaries, such as agents, consultants, advisors, distributors or any other business partner for the purpose of committing such acts.

Corruption is usually hidden and can be difficult to prevent, detect and deal with. It can take many forms that resemble common business or social practices (gifts, hospitality, sponsorships and donations).

To help you in your decisions to offer to give or to receive money or any other benefit ask yourself:

- Can this act be considered as having a legitimate purpose?
- Is it respectful of laws and regulations?
- Does it conform to the Group's Code of Ethics, to the Group's interests?
- Is it devoid of any personal interest?
- Does it have a negative impact on stakeholders?
- Am I sure of the attitude to adopt?
- Would I be embarrassed if my decision was made public?

## **Fraud**

Fraud is characterized by the intentional use of disloyal means, to escape the application of the law or to obtain an undue material or moral advantage or done with the intention of avoiding the application of the laws or rules.

Directors, Employees, Temporary workers and External parties must not commit fraudulent acts.

## **Gifts, courtesy and hospitality, entertainment**

Gifts, courtesy and hospitality or entertainment are all sorts of advantages, given by someone as a sign of gratitude or friendship, without expecting anything in return. They can, for example, include:

- "Courtesy gifts", which are small gifts given on culturally recognized occasions (e.g., weddings, funerals) or during holiday periods (e.g., Christmas, New Year);
- Refreshments, meals and accommodation;
- Attending shows, concerts or sporting events.

Particular attention should be paid to gifts, courtesy and hospitality (received or given) and entertainment. These are ways to foster good relationships. However, they can be seen to influence a decision, to favor a business or a person through an outside party (for example, a competitor, the press, a prosecutor or a judge) as inducing corruption, even if neither the donor nor the recipient had such intention.

Gifts or other benefits received or donated must scrupulously respect the following rules:

- Be reasonable or even symbolic;
- Never be in cash or cash equivalents (e.g., vouchers);
- Do not engage any counterparty;
- Be directly related to the promotion of the company's products or services, or contracts;
- Be transparent with the hierarchy.

The 74Software Group has made available to all its Employees, Temporary workers a gift policy as well as an e-ticketing service, allowing them, in case of doubt, to submit their request in advance to Internal Audit and the company's legal department. The Gifts and Invitations policy is available at the following link: <https://www.74software.com/legal-documents/gifts-and-invitations-policy>.

The 74Software Group prohibits gifts, hospitality, donation and other benefits from agents or ex-public employees, or from immediate family members when the purpose is to circumvent the laws and regulations in force.

In particular, the following shall be considered as “public official”:

- Any officer or employee, elected or appointed, of a government or departmental ministry, a government agency or a corporation belonging, even partially, to a government, or appointed from a public international organization;
- Any person acting officially for or on behalf of a government or ministry, a government agency or a public international organization;
- Politicians and candidates for public office.

If in doubt, it is necessary to check with 74Software Group’s internal audit department to make this type of gift to public officials before handing them over to them.

### **Donations, patronage/sponsorship**

Donations and patronage/sponsorship are benefits given in the form of money and/or in-kind contributions which are allocated for a specific purpose: research, training or charitable and humanitarian purposes.

The 74Software Group may wish, through sponsorship, to provide financial or material support for a charity, a social, sport or cultural action or to communicate and promote the values of the 74Software Group.

Contributions — whether monetary or not — are made without direct and/or indirect tangible compensation and/or any unjustified commercial advantage. They are intended to support initiatives designed to set up projects for social life in the cities and regions where the 74Software Group operates. The purpose of these contributions will be to support specific projects for education and sustainable development projects.

Requests for donations, sponsorship or patronage should be carefully considered, especially requests from people able to influence the sales of the 74Software Group and/or who could benefit personally if the donation is granted.

The 74Software Group should ensure, as part of its sponsoring and/or patronage operations:

- To commit to organizations, for the benefit of events, and for projects that are consistent with the values of the Group;
- To maintain a reasonable balance between the expenses incurred and the objective pursued.

## **Facilitation payments**

Facilitation payments are informal payments (as opposed to legitimate and official duties and taxes) that are paid to facilitate or expedite certain administrative procedures such as permit applications or customs clearance.

Our Group prohibits “facilitation payments” whether or not local laws permit them.

## **Money laundering**

Money laundering is a financial crime and consists of hiding funds voluntarily because of their illegal origin, by investing them in legal activities.

Our Group prohibits accepting money from illegal activity. To combat money laundering, our Directors, Employees, Temporary workers and our External parties must pay particular attention to working only with customers whose funds are legal.

## **Interested parties**

This Code applies also to any natural or legal person with whom the 74Software Group interacts as part of its business relationship (“Interested Parties”).

Considering that the 74Software Group may be legally responsible for the actions that these Interested Parties undertake on their behalf, we make our best efforts to ensure that our business partners (suppliers, service providers, customers) and those acting on our behalf comply with our standards of conduct and share our values and business principles.

Each of us must ensure that these Interested Parties with whom we do business have been subject to a prior, duly approved compliance check.

74Software Group may only use a third party if all of the following conditions are met:

- There is a legitimate need for the services or goods it provides;
- Prices for services or goods do not exceed market value;
- The third party is reliable from the point of view of the fight against corruption after evaluation by means of a prior, duly approved compliance check. A review of the relationship will be periodically conducted (based on risk);
- There is a contract or other written document with legal value (e.g., a purchase order).

The receipt of the services or products must be documented and correspond to the specified requirements.

The involvement of third parties must never serve as an incentive or reward for the recommendation of products or a guarantee of obtaining an improper commercial advantage.



## Conflicts of interest

Conflicts of interest arise from any situation or provision in which professional, financial, family, political or personal interests may interfere with the judgment of the 74Software Group Employees and/or 74Software Group Temporary workers and/or External parties in the course of their duties.

When carrying out activities on behalf of the 74Software Group, its Employees, Temporary workers, External parties or representatives must avoid conflicts of interest, whether real or perceived, material or immaterial.

All Directors, Employees, Temporary workers, External parties or representatives of the 74Software Group must report any known or potential conflict of interest (for example: family, financial or other) directly or indirectly related to their area of activity.

To recognize a conflict-of-interest situation, ask yourself whether your motivations are in line with the 74Software Group or in your personal interest.

These situations are diverse:

- Commercial relations with a relative (friend, family, spouse) employed by a supplier or client;
- Commercial relations with a company where you have a direct/indirect financial interest;
- Employment outside of your working hours etc.

## People

The 74Software Group is committed to providing a safe, inclusive, and empowering work environment for all its Employees and Temporary workers. With subsidiaries and teams across multiple countries, we embrace our global presence to foster collaboration, diversity, and shared growth.

Our Employee and Temporary workers commitments include :

- Social dialogue & communication: maintaining open and transparent communication channels at all levels of the organization. Our works council and dedicated forums (such as annual voice survey) ensure that Employees' and Temporary workers' voices are heard and that dialogue with all relevant stakeholders is continuous and constructive;
- Health, safety & well-being: safeguarding the physical and mental health of our Employees and Temporary workers is a top priority, whether they are working on our sites or at client premises. We strictly adhere to applicable legislation, enforce rigorous safety and emergency protocols, and promote a healthy work-life balance. The 74Software Group also addresses its anti-discrimination and anti-harassment commitments through its whistleblowing procedure in alignment with the 74Software Group's value and referenced in this Code of Ethics;

- **Diversity & inclusion:** leveraging our multicultural foundation to drive creativity, innovation, and collective success especially as the 74Software Group is evolving in the software industry. The 74Software Group is committed to fostering an inclusive culture based on respect, equal opportunity, and fairness, with particular attention to reducing gender gaps and supporting underrepresented groups.
- **Learning & development:** supporting Employees and Temporary workers (whenever possible) in developing their skills and advancing their careers through individualized development plans and continuous training. The HR department plays a central role in facilitating this process and ensuring that every Employee and Temporary worker (whenever possible) has access to meaningful opportunities to drive their own career growth.

Through these initiatives, the 74Software Group aims to create a workplace where every individual can thrive, contribute to collective performance, and grow in alignment with the Group's long-term vision.

## **Environment**

The 74Software Group is committed to acting responsibly and minimizing our environmental impact across our global value chain. We believe technological innovation must go hand in hand with environmental stewardship, and we support the shift toward a sustainable, low-carbon, and circular economy.

Environmental responsibility is upheld at the highest levels of our organization, reflecting our commitment to embedding sustainability into our governance and to maintaining transparent communication with all stakeholders. As a leading player in the software industry, we recognize that our most significant impact is tied to the digital technologies we enable and the resources they consume.

In line with this, our environmental commitments focus on three key areas:

- **Climate Change Mitigation**

We work to reduce our carbon footprint and support the transition to a low-carbon economy. This includes efforts to limit our reliance on fossil fuels, and to measure and manage our impacts across our operations and value chain.

- **Digital Sustainability**

We implement a comprehensive digital sustainability strategy to optimize the life-cycle performance of our software and digital infrastructure. Our approach incorporates principles of eco-design, resource efficiency, and responsible procurement to reduce the environmental footprint of our solutions. We are committed to continuously improving our solutions at every stage—from design to use.

- **Sustainable Equipment Use**

We extend the life of our electronic equipment through reuse and donation, and ensure secure, responsible end-of-life treatment with certified partners. We encourage circular practices with our suppliers and throughout our operations.

Through these actions, the 74Software Group aims to go beyond compliance by encouraging sustainability into our corporate culture, governance, and long-term business strategy.

## **Data and information management**

### **Intellectual property**

Intellectual property is paramount in our business as an international IT software company. The 74Software Group is committed to respecting and protecting intellectual property rights and innovation (whether they relate to technical creations, patents, trademarks, domain names, software or trade secrets, etc.). The 74Software Group makes available to its Employees, Temporary workers and External parties appropriate tools, policies and procedures to ensure the protection of intellectual property. These measures must be known and respected by Employees, Temporary workers as well as External parties. They cover the secure use of IT devices (USB sticks, tablets, phones, laptops, cloud solutions) and the proper handling of confidential information. Measures are periodically updated in line with technological and regulatory developments. Failure to comply with these rules may lead to disciplinary action and, where appropriate, criminal prosecution.

The various works carried out by our Employees, Temporary workers and External parties (ideas, software, technical creations, etc.) during their working hours or in connection with their professional activities for the Group become the exclusive property of the 74Software Group.

In addition, the 74Software Group has implemented a third-party software management policy which includes systematic review procedures for both open-source licenses and commercial licenses. These procedures ensure that any third-party software used by the Group is properly assessed, authorized, and managed in compliance with licensing terms, while maintaining collaborative and transparent relationships with stakeholders.

### **Personal data**

Personal data means any information relating to an identified physical person or that can be identified, directly or indirectly, by reference to an identification number or to one or more elements specific to it.

The processing of personal data refers to any operation, or set of operations, relating to such data, whatever the process is used, such as collection, recording, organization, structuring, storage, adaptation or alteration, retrieval, consultation, use, disclosure by transmission, dissemination or otherwise making available, alignment or combination, restriction, erasure or destruction.

Given its field of activity, our Group could handle daily personal and confidential internal data as well as other data coming from stakeholders. As a result, the Group provides Employees, Temporary workers and its External parties with the necessary means to handle, process and store such data in accordance with the applicable laws and the rules of the 74Software Group.

The privacy compliance program set forth by the 74Software Group is available at the following link : <https://www.74software.com/gdpr>.

## Artificial Intelligence

74Software has adopted a proactive approach by implementing an Artificial Intelligence Policy designed to support and promote the use of emerging technologies and services. This policy addresses both the needs of 74Software and its clients, while ensuring compliance with applicable legal requirements. The AI Policy is available at the following link: [74Software AI Policy.pdf](#).

## Principle of loyalty and protection of confidentiality — privileged information and insider trading

The 74Software Group pays particular attention to the various information made available to Directors, Employees, Temporary workers and External parties in the performance of their duties.

As a result, they have the duty to preserve confidential or restricted information and must provide adequate protection for such documents. Employees, Temporary workers and External parties are informed of the confidential nature of the data. However, it is expected that Directors, Employees, Temporary workers and External parties will use common sense in case of confidential data. To this end, they must take all the necessary measures to prevent any unauthorized or accidental disclosure by using protective devices such as encryption, for example, or to ask the person who sent them this information the degree of confidentiality of that information. in case of doubt.

The 74Software Group also pays particular attention to information legally classified as inside information. Inside information is defined by the French Monetary and Trading Code (Code Monétaire et Financier) as any specific information which has not been made public and which, if it comes to be made public, could have a significant impact on the price of the 74Software share. As a result, the 74Software Group has defined and implemented processes concerning stock exchange transactions and the use or disclosure of inside information, whether it concerns the 74Software Group or a third party. Our Directors, Employees, Temporary workers and External parties must use common sense in the context of information classified as privileged information.

In any case, our Employees, Temporary workers and External parties, as well as any third party having had access to privileged information and/ or confidential data about our Group and/or other companies, must be very careful when using them.

To prevent any risk, we recommend to our Directors, Employees, Temporary workers and External parties:

- Follow the procedures put in place to keep confidential information secure;
- Pay attention in general to any financial transaction carried out directly and/or indirectly in France and/or abroad made on the basis of privileged information in particular;
- By not trading on the securities concerned until this privileged information has been made public;
- By not disclosing your privileged information to anyone.

We have also prepared for the attention of our directors, Employees, Temporary workers, External parties and more generally anyone who has had access to this privileged information a code of market conduct available at the following public address:  
<https://www.74software.com/legal-documents/securities-trading-code-of-conduct>

### **74Software Group communication**

74Software, the parent company of the 74Software Group, formerly called Axway Software, has been listed on Euronext since June 2011. Since then, 74Software and the 74Software Group have adopted and maintained detailed and pragmatic communication through the <https://www.74software.com> website.

For this purpose, only certain duly authorized Employees conduct communication on behalf of the 74Software Group on its activities. Any uncontrolled communication can be harmful for the future of the 74Software Group.

We encourage our Directors, Employees, Temporary workers and our External Parties to exercise caution when using new communication tools, either personally or professionally. In any case, the remarks must not contain any insult or be of a political, religious, sexual or racist character.

Finally, any request for information or interview must be sent to the communication team and your supervisor / manager must be informed.

## Implementation and respect of the rules of good conduct

### Awareness and training

Directors, Employees, Temporary workers and External parties are required to read the terms and conditions of this Code of Ethics.

The 74Software Group requires its Employees and Temporary workers and/or External parties (if deemed relevant) to participate in the training sessions that will be offered on the topics addressed by this Code of Ethics. Training will be organized as often as necessary to ensure that 74Software Group Employees and Temporary workers are kept informed of 74Software Group policies and procedures, any changes in its role and of any regulatory changes.

The content of the training can be adapted to the role that the Employee or Temporary worker occupies. Similarly, 74Software Group subsidiaries, depending on their specific needs or regulations, may require additional training.

The 74Software Group is asking its business partners or stakeholders to commit to the same training and awareness requirements. Training of Employees or Temporary workers working for business partners or stakeholders will usually be provided by business partners or other parties selected for this purpose.

### Assistance, reporting non-compliant practices and whistleblowing procedure

By promoting a culture that is open to questions, the 74Software Group intends above all to prevent non-compliant behavior. An Employee, Temporary worker or External party as defined herein, who reports in good faith a potential breach of this Code of Ethics to his line manager or to the legal or human resources departments, will not be sanctioned for this and will be protected against all forms of retaliation.

74Software Group managers shall ensure that Employees, Temporary workers and/or External parties receive the help and advice they need to comply with the provisions of this Code of Ethics.

Do not hesitate to inform your supervisor:

- If you believe in good faith that a violation of the provisions of the 74Software Group Code of Ethics has been, or is being, or may be committed, and/or;
- If you discover that someone is experiencing retaliation for raising a compliance problem in good faith.

In addition to the usual reporting channels, the 74Software Group has implemented a Whistleblowing Procedure consistent with applicable laws. This procedure ensures confidentiality of the whistleblower's identity, of the people involved, and of the information collected, and protects anyone reporting in good faith against retaliation.

Reports may be made through the dedicated email address :

**[74software.ethics.notification@74software.com](mailto:74software.ethics.notification@74software.com)**

Acknowledgment of receipt and appropriate follow-up information will be provided in line with applicable legal requirements.

Employees, Temporary workers and External parties as defined herein, and where applicable legal entities acting with or for the Group, are authorized to use the **Whistleblowing Procedure available at the following link:** <https://www.74software.com/legal-documents/alert-procedure>

In accordance with the regulations on the protection of personal data applicable in many countries in which the 74Software Group is present and, in particular within the European Union, any person identified as part of an ethical alert procedure, whether as the creator of such alert or as the subject of the alert, can exercise his or her right of access to related data by sending a request accompanied by a copy of an identity document by email to the email address: [74software.ethics.notification@74software.com](mailto:74software.ethics.notification@74software.com)

### **Behavior contrary to the provisions of this Code of Ethics**

No violation of the provisions of this Code of Ethics will be tolerated.

Any director, Employee, Temporary worker and/or External party accused is presumed to have acted in accordance with the provisions of this 74Software Group Code of Ethics, unless the evidence gathered during the investigation demonstrates the non-compliance of such individual.

The Group is fully committed to dealing with non-compliance as follows:

- Take all allegations seriously;
- Investigate allegations effectively and on time;
- Evaluate facts objectively and impartially;
- Take corrective and disciplinary action, appropriate when an allegation is proven, and;
- Conduct surveys objectively and independently of the persons involved.

Corrective measures and appropriate sanctions will be determined by Human Resources.

Furthermore, any violation may result in civil and/or criminal penalties depending on the degree of seriousness of the violations found.

### **Implementation: responsibility and monitoring**

This Code of Ethics will be periodically revised and updated to consider the necessary adjustments as well as the changes in the laws and regulations in force.

Periodic audits may be conducted by 74Software management to verify compliance with practices within the 74Software Group.

It is incumbent on everyone to apply this policy in the context of their responsibilities, to set an example and to make the necessary recommendations to the employees who report to them.

The 74Software Group governance bodies will report annually on the monitoring of the implementation and follow-up to the alerts.

