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02	Victoria Julsvoll	Håkon Knappskog, 17/01-23	

ARBAFLAME Code of conduct – values and ethics


INTRODUCTION

- 1.1** This code of conduct (the "**Code**") has been adopted by the company's highest governing body the board of directors of Arbaflame AS (the "**Company**").
- 1.2** The purpose of the Code is to create a sound corporate culture and to preserve the integrity of the Company by helping employees to promote standards of good business practice. Further, the Code is intended to be a tool for self-evaluation and a vehicle for development of the Company's identity.
- 1.3** The Code applies to all entities controlled by the Company and all employees, directors, officers and agents of the Company whether or not employed directly or hired in (collectively, "**Employees**"). All Employees are required to read and understand the Code. All Employees are encouraged to ask questions regarding the application of the Code. Employees may direct such questions to their immediate superior (in the absence of an actual or potential conflict of interest), a member of the executive management of the Company or to a member of the Company's board of directors (the "**Board**").
- 1.4** Employees individually are ultimately responsible for their compliance with the Code. Every manager will also be responsible for administering the Code as it applies to Employees and operations within each manager's area of supervision.
- 1.5** Violation of the Code will constitute grounds for disciplinary action, including, when appropriate, termination of employment.
- 1.6** The Code of Conduct shall be reviewed and updated on an annual basis.

			
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2. ETHICS

- 2.1** The Company's policy requires its Employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Employees must practice fair dealing, honesty and integrity in every aspect in dealing with other Employees, business relations and customers, the public, the business community, shareholders, suppliers, competitors and government authorities.
- 2.2** When acting on behalf of the Company, directors and employees shall not take unfair advantage through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or other unfair dealing practices.
- 2.3** The Company's policy prohibits unlawful discrimination against employees, shareholders, directors, customers and suppliers on account of ethnic or national origin, age, sex or religion. Respect for the individual is the cornerstone of the Company's policy. All persons shall be treated with dignity and respect and they shall not be unreasonably interfered with in the conduct of their duties and responsibilities.
- 2.4** No Employee should be misguided by loyalty to the Company or desire for the Company's profitability to disobey any applicable law or the Company's policy.

			
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3. CODE OF CONDUCT

3.1 Our purpose

ACCELERATE THE TRANSITION TO SUSTAINABILITY.

3.2 The Company's values

We are standing and speaking up for, and influencing positive change for our:

- People - Respecting, nurturing and empowering the people and places we impact and promote sustainability in all aspects of our operations
- Planet - Reducing environmental impact in the locations we operate in.
- Profit - Realising enduring value for our people, investors and communities.

3.3 Business objectives


3.3.1 The Company strives to be a reliable partner achieved by quality operations, strict discipline, prioritising high quality solutions, predictable deliveries and a high level of service.

3.3.2 The Company shall act with a sense of urgency in all aspects of its business. This means that the Company shall meet commitments in the minimum time required, make decisions fast but based on facts, accept change and manage new challenges and also be proactive.

3.3.3 The Company shall exploit and develop skills in production, product development and management. In this respect, professionalism and use of best practice are key elements.

3.4 Rules and legislation

3.4.1 It is the Company's policy to comply with all applicable laws and governmental rules and regulations in the country in which it is operating. It is the personal responsibility of each Employee to adhere to the standards and restrictions imposed by those laws, rules and regulations. The Company shall at all times be in full compliance and follow relevant biomass sustainability standards and requirements for existing and new operations, e.g. SBP (<https://sbp-cert.org/>), FSC, PEEFC or other standards relevant for the applicable geographical region and/or type of feedstock.

			
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3.5 Health, Safety and Environment

- 3.5.1** The Company's policy is to operate its business in a manner designed to protect the health and safety of its Employees, its customers, the public, and the environment, and at all times, in accordance with highest applicable standards and regulations for operational safety, environmental and safety laws, and so as to ensure the protection of the environment and the Company's personnel and property. All Employees shall conduct themselves in a manner that is consistent with this policy. Any departure or suspected departure from this policy must be reported promptly in accordance to the Company's notification procedure.
- 3.5.2** The Company shall be a professional and positive workplace with an inclusive working environment.
- 3.5.3** All Employees shall help to create a work environment free from any discrimination, due to religion, skin colour, gender, sexual orientation, age, nationality, race and disability.
- 3.5.4** The Company does not tolerate behaviour that can be perceived as degrading or threatening.
- 3.5.5** Avoid incidents and report any suspicions of child, forced or compulsory labour, or any other related form of modern slavery. Actively work towards suppliers, business partners and other stakeholders to prevent such behaviour.
- 3.5.6** The Company shall share its considerations for how to maintain the highest possible standards of health and operational safety.


3.6 Gender equality

- 3.6.1** Increase female representation in senior leadership roles.
- 3.6.2** Improve gender balance in the Board of Directors.
- 3.6.3** There shall be gender pay equality and fair wage considerations and this shall be documented in the annual report if mandatory.

3.7 Diversity and inclusion

The Company is fostering, cultivating and preserving a culture of diversity, equity and inclusion. We embrace and encourage our employees' differences in age, colour, disability, ethnicity, family or marital status, gender identity or expression, language, national origin, physical and mental ability, political affiliation, race, religion, sexual orientation, socio-economic status, veteran status, and other characteristics that make our employees unique.

All employees of Arbaflame and entities controlled by Arbaflame have a responsibility to treat others with dignity and respect at all times. All employees are expected to exhibit conduct that reflects inclusion during work, at work functions on or off the work site, and at all other company-sponsored and participative events.

			
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In order to promote diversity and inclusion all employees are encouraged and enforced to:

- Respectful communication and cooperation between all employees
- Teamwork and employee participation, permitting the representation of all groups and employee perspectives
- Work/life balance through flexible work schedules to accommodate employees' varying needs
- Employer and employee contributions to the communities we serve to promote a greater understanding and respect for the diversity

Any employee found to have exhibited any inappropriate conduct or behaviour against others may be subject to disciplinary action.

Employees who believe they have been subjected to any kind of discrimination that conflicts with the company's diversity policy and initiatives should seek assistance from a supervisor, HR representative or use the Whistleblowing system.

3.8 Risk identification:

3.8.1 Identify risks and opportunities faced and how they are managed. Risk assessment shall include material environmental and social factors within the legal and regulatory environment


3.9 Environmental impact:

3.9.1 Emission data: Publicly disclose GHG emission numbers, total energy use (both electricity and thermal), air pollutants (including NOx and SOx) for all production facilities.

3.9.2 Water-intensity: Disclose annually total amount of water withdrawn and consumed through operational processes.

3.9.3 Reporting and goals: Quantify environmental impact and establish targets, including the total substitution effect of the products (replacing coal with Arbacore pellets and fossil-based chemicals with bio-chemicals).

3.9.4 Community impact: Document efforts to address community impacts of production related activities.

			
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3.10 Relations with customers, suppliers, competitors and public authorities

3.10.1 Customers shall be met with insight, respect and understanding.


3.10.2 Suppliers shall be treated impartially and justly.

3.10.3 Public authorities shall be met in an appropriate and open manner.

3.10.4 The Company desires fair and open competition in all markets, both nationally and internationally. Under no circumstances shall the Company or any of its employees be part of actions that breach applicable competition legislation. Any Employee should confer with his or her immediate superior, the executive management or the Board if he or she has a question with respect to the possible anti-competitive effect of particular transactions or becomes aware of any possible violation of applicable competition legislation.

3.11 Anti-corruption

The Company is a firm opponent of corruption in any form (bribery, "facilitating" etc). No employee of the Company shall directly or indirectly offer, promise, give or receive bribe, illegal or inappropriate gifts or other undue advantages or remuneration in order to achieve business or other personal advantage. Any suspicion of corruption related matters shall immediately be flagged to management and instant action shall take place.

			
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3.12 Financial aspects

3.12.1 Securities trading

3.12.1.1 Employees and their family members must not buy or sell shares or other securities, or provide advice related to trading in securities, while in possession of inside information relating those securities, including the shares of the Company and the shares of any customer, supplier or partner of the Company.

3.12.1.2 "Inside information" is information which may noticeably affect the price of the Company's shares or the shares of any other listed company. If you have any doubt as to whether you possess inside information, you should contact your immediate superior or the Company's representative in charge of insider trading matters, and the advice of legal counsel may be sought.

3.12.1.3 Members of the Board and the executive management and certain other persons are subject to additional requirements under the Company's insider trading rules.


3.12.2 The Company is a firm opponent to money laundering in any form. The Company will take the necessary steps in order to prevent its financial transactions from being used by other to launder money. Any Employee should confer with his or her immediate superior, the executive management or the Board if he or she becomes aware of any possible violation of applicable money laundering legislation.

3.12.3 Company has a zero tolerance for corruption and shall describe in detail how the organisation manages anti-corruption.

3.12.4 The Company shall disclose tax numbers based on an annual basis.

3.12.5 The Company shall disclose the amount of subsidies/ grants received through government programs.

3.12.6 The Company shall address material sustainability issues likely to impact stakeholders communicated publicly in financial reports.

			
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3.13 Loyalty and conflict of interest


- 3.13.1** The Company will require all Employees to be loyal to it, and to refrain from actions or to have interests that make it difficult to perform their work objectively and effectively.
- 3.13.2** Each Employee shall notify his or her immediate superior, the executive management or the Board of a situation where he/she has a material direct or indirect interest in any transaction or other matter entered into by the Company or binding on the Company.
- 3.13.3** Conflicts of interests should be avoided. If a conflict of interest should arise, all Employees will be required to evaluate the situation and notify his or her immediate superior of the partiality or conflict of interest. A conflict of interest situation may involve, but are not limited to, customers, suppliers, contractors, present or prospective employees, competitors or relations.
- 3.13.4** Employees owe a duty to advance the legitimate interests of the Company when the opportunities to do so arise. Employees may not take for themselves personal opportunities that are discovered through the use of corporate property, information or position.

3.14 Confidentiality and Privacy

- 3.14.1** It is important that each Employee protect the confidentiality of Company information. Employees may have access to proprietary and confidential information concerning the Company's business, clients and suppliers. Confidential information includes such items as non-public information concerning the Company's business, financial results and prospects and potential corporate transactions. Employees are required to keep such information confidential during employment as well as thereafter, and not to use, disclose, or communicate that confidential information other than in the course of employment. The consequences to the Company and the Employee concerned can be severe where there is unauthorized disclosure of any non-public, privileged or proprietary information.
- 3.14.2** The Company's processing of personal data shall be subject to the care and awareness which is required according to law and regulations and relevant for information that might be sensitive, regardless whether the data refer to customers, employees or others. Processing of personal data should be limited to what is needed for operational purposes, efficient customer care, relevant commercial activities and proper administration of human resources.

3.15 Proper Use of Company Assets

The Company's assets are only to be used for legitimate business purposes and only by authorised Employees or their designees. This applies to tangible assets (such as office equipment, telephone, copy machines, etc.) and intangible assets (such as trade secrets and confidential information). Employees have a responsibility to protect the Company's assets from theft and loss and to ensure their efficient use. Theft, carelessness and waste have a direct impact on the

			
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Company's profitability. If an Employee becomes aware of theft, waste or misuse of the Company's assets, the Employee should report this to his or her manager or a Board member.

3.16 Drugs and Alcohol


Company policy prohibits the illegal use, sale, purchase, transfer, possession or consumption of controlled substances, other than medically prescribed drugs, while on Company premises. Company policy also prohibits the use, sale, purchase, transfer or possession of alcoholic beverages by Employees while on Company premises, except as authorised by the Company. This policy requires that the Company must abide by applicable laws and regulations relative to the use of alcohol or other controlled substances.

3.17 Corporate communications policy

Only certain designated Employees may discuss the Company with the news media, securities analysts and investors. All inquiries from regulatory authorities or government representatives should be referred to the appropriate manager. Employees exposed to media contact when in the course of employment, must not comment on rumours or speculation regarding the Company's activities.

3.18 Integrity of Corporate Records

- 3.18.1** All business records, expense accounts, vouchers, bills, payrolls, service records, reports to government agencies and other reports must accurately reflect the facts.
- 3.18.2** The books and records of the Company must be prepared with care and honesty and must accurately reflect our transactions. All corporate funds and assets must be recorded in accordance with Company procedures. No undisclosed or unrecorded funds or assets shall be established for any purpose.
- 3.18.3** The Company's accounting personnel must provide the independent public accountants and the Board with all information they request. Employees must neither take, nor direct or permit others to take, any action to fraudulently influence, coerce, manipulate or mislead independent public accountants engaged in the audit or review of the Company's financial statements, or fail to correct any materially false or misleading financial statements or records, for the purpose of rendering those financial statements materially misleading.

			
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4. REPORTING OF VIOLATIONS

- 4.1** Employees who observe or become aware of a situation that they believe to be a violation of the Code have an obligation to notify their immediate superior, the executive management or a member of the Board unless the Code directs otherwise. Violations involving a manager should be reported directly to a Board member. When a manager receives a report of a violation, it will be the manager's responsibility to handle the matter in consultation with a Board member. If an Employee reporting a violation wishes to remain anonymous, all reasonable steps will be taken to keep their identity confidential. The Whistleblowing system can also be used. All communications will be taken seriously and, if warranted, any reports of violations will be investigated. The Company will not retaliate or allow retaliation in respect of any reports made by an Employee in good faith.