

# Code of Conduct

JERA Nex bp

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## **JERA Nex bp**

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**At JERA Nex bp we are committed to doing what we believe is right and to always act with integrity even when faced with pressure or challenges.**

## **Our commitment to business ethics and integrity**

At JERA Nex bp, we are dedicated to upholding the highest standards of integrity and ethical conduct. Our Code gives us the guidance and support we need to conduct our business ethically and to comply with all applicable laws and regulations governing our operations.

JERA Nex bp operates in several countries and jurisdictions. Our guiding principle is to adhere to the highest requirements, meaning that if local laws and regulations are more stringent than the requirements outlined in this policy, the stricter requirement must be observed. If in doubt, contact the Compliance Department.

## **Who is expected to follow our code**

The Code applies to all JERA Nex bp employees<sup>1</sup>, members of the board and representatives. We refer to these as “**Employees**” in this Code. It must be read, understood and observed by all those in scope.

We also seek to work with suppliers, contractors and business partners who have similar standards and principles set out in this code. This includes making a contractual commitment where it is feasible to do so, requiring the business partner to comply with the applicable laws and work in line with our Code. We will take appropriate measures where we believe they have not met our expectations or their contractual obligations.

## **Where is our code applicable**

Our expectations apply regardless of your location. Inappropriate conduct does not have to occur in the workplace to violate our code.

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<sup>1</sup> Employee refers to all employees including secondees, officers and any persons working under the supervision and direction of contractors, subcontractors and suppliers across all Group entities (except for joint ventures), all business operations and all geographies, regardless of their location or role.

# Our Code, our Responsibility

Our Code of Conduct presents each of us with an ethical and behavioural framework to guide our response to challenging and sometimes difficult choices we face in doing the right thing.

Since our Code cannot possibly address every situation we may face, it is up to each of us to use good judgment and common sense to ensure that our JERA Nex bp maintains the highest standards of integrity.

We expect and encourage all our employees, members of the board and representatives to act in a way that is consistent with our code. Failure to follow our code may result in disciplinary action, up to and including termination of employment.

Each of us have a responsibility to speak up if we become aware of or suspect violations of applicable laws, regulations or our code.

## We expect our **Employees** to:

- Read, understand and act in accordance the Code
- Complete mandatory trainings assigned and relevant certifications
- Speak up and promptly raise any concerns about potential violations of law or JERA Nex bp policy
- When in doubt ask questions or reach out for help

## Additional expectations from our **Leaders** include:

- Lead by example, and ensure all employees are aware of our Code, other Company policies and procedures and applicable laws and regulations
- Encourage the team to speak up and ensure employees know how to raise concerns and feel safe doing so
- Promote compliance to the code and strong understanding of risk management and importance of completing assigned compliance training in a timely manner
- Advise and support employees when they have doubts or questions, including where to seek additional support or guidance

# Speaking up

## When to speak up

JERA Nex bp promotes an open environment and creating a culture in which employees are encouraged to speak up and raise concerns if they become aware of something unsafe, unlawful or inconsistent with our code and are comfortable doing so without fear of retaliation. All concerns will be treated confidentially, and reports can be made anonymously.

## How to speak up

Speak up channels include your line manager, relevant advisors including HR, HSSE, Legal and Compliance or our [\[Speak up Portal\]](#) which is managed independently of JERA Nex bp and is available globally.

## How we manage concerns

JERA Nex bp is committed to consistently looking into all concerns or questions that are raised, and we will deal with them fairly and responsibly. A decision will be made whether to handle the concern through management action or investigation.

## Non-retaliation commitment

JERA Nex bp prohibits acts of retaliation against any person for reporting a possible violation in good faith or for participating in any investigation. Acts of retaliation are themselves acts of misconduct which, if substantiated, could result in disciplinary action up to and including dismissal.

## Policy statement

If you become aware of anything you believe to be inappropriate, unlawful or inconsistent with our code, we encourage you to speak up.

JERA Nex bp strictly prohibits retaliation for speaking up.

## Resources and useful links

- [Speak up policy](#)
- [Speak up Portal](#)

# Our people

## Diversity, Equity and Inclusion

At JERA Nex bp we value diversity and aim to create an inclusive culture that makes everyone feel welcome. We aim to make sure that everyone at JERA Nex bp is treated fairly and with respect.

JERA Nex bp recognises that diverse and inclusive teams improve productivity and workforce innovation.

We believe everyone should have equal opportunity, our decisions related to employment including hiring, promotions, terminations are based on legitimate business considerations.

- Treat employees, customers, suppliers and anyone else you interact with, with fairness and respect.
- Help to create an inclusive work environment free from discrimination.
- Do not discriminate against or refuse to work with others because of protected characteristics, including race, ethnicity, religion, ancestry, gender identity, sexual orientation, marital status, age, disability, military and veteran status or any other characteristic protected by law.

## Harassment

JERA Nex bp promotes a culture free from any sort of harassment; unwanted behaviour of a verbal, non-verbal or physical form which are or can be perceived as intimidating, hostile, degrading, humiliating or violent, as well as any form of sexual harassment. Harassment does not have to take place at work to violate our Code or even the law.

- Refrain from engaging in any form of behaviour which may be perceived as harassment.
- Ensure that your comments and actions are always appropriate and respectful.
- Never make an unwelcome sexual advance to or create an unwelcome working environment for anyone you interact with.

## Policy statement

We recognise that our people are our greatest strength.

We do not tolerate any form of harassment, bullying or discrimination.

If you have experienced or observed any discriminatory or harassing behaviour, please report it to any of our speak up channels.

## Resources and useful links

- [Speak up policy](#)

# Safety, Sustainability, Human Rights and Community Engagement

## Health, Safety, Security and the Environment

The health, safety and welfare of our employees and business partners is a priority for JERA Nex bp.

We all share responsibility for protecting people's health, safety, security and the environment (HSSE) and speaking up when something does not feel safe. Our HSSE expectations include:

- Work to ensure that everyone, including our contractors and business partners, comply with the HSSE policy and all relevant safety laws, regulations, rules, policies, procedures, processes and practices.
- Do not undertake work unless you possess the necessary capabilities to carry out the work safely including the necessary skills, knowledge, experience and physical and mental capabilities.
- Understand the hazards and risks and the procedures to be followed in the event of an emergency scenario.
- Stop work including that of others if you feel unsafe or observe an unsafe act or condition.
- Report all near misses, injuries, accidents, illnesses or unsafe acts or conditions through our speak up channels.

## Sustainability

We are also committed to supporting the framework of sustainable development goals as defined by the United Nations (SDGs). It is JERA Nex bp's clear intent to be fully transparent and open in our business activities as concerns achieving these goals. We aim to be a force for good throughout our business, by:

### Policy statement

We are strongly committed to the health, safety and wellbeing of our people.

We are committed to preserve, protect and restore the environment.

### Resources and useful links

- [HSSE policy](#)
- [Speak up policy](#)



- Considering how our decisions and actions affect the people and environment where we do business.
- Systematically embedding sustainability in our ways of working and business practices.
- Working with our suppliers to identify, understand and manage sustainability risks and opportunities.
- Openly reporting our performance and engaging stakeholders, communities and others in a fair and transparent way.
- Upholding labour rights and supporting the elimination of modern slavery across our business activities.

## Human Rights and Community Engagement

We respect all internationally recognized human rights in line with the United Nations Guiding Principles on Business & Human Rights. Human rights abuses, forced or child labour, or any other form of exploitation or form of modern slavery will never be tolerated.

JERA Nex bp creates a positive impact on society by valuing its employees, business partners, as well as the communities in which it operates.

- Use JERA Nex bp Speak up channels if you observe or suspect any possible mistreatment or human rights abuse in our operations or in those of our business partners.
- Work in a way that is consistent with local cultures and business customs, so long as they do not conflict with this Code and legal requirements

## Policy statement

We all have a responsibility to look after ourselves and each other and to act responsibly in the communities where we do business.

We respect and support human rights.

## Resources and useful links

- [HSSE policy](#)
- [United Nations Guiding Principles on Business & Human Rights](#)
- [Speak up policy](#)

# Business Partners and Governments We Work With

JERA Nex bp strives to work with suppliers and business partners who share the same commitment to integrity, are qualified to provide the goods and services for which they are selected and comply with all applicable laws, regulations and JERA Nex bp expectations.

## Anti-Bribery and Corruption (ABAC)

We do not tolerate bribery or corruption in any form, whether in the private or public sector. Any actions that directly or indirectly involve offering, soliciting, making, authorizing or accepting any form of financial or other advantage to influence business decisions or gain an improper benefit is prohibited.

Our ABAC Policy is designed to ensure that we uphold the highest standards of professional integrity and trust. Breaching anti-bribery and anti-corruption laws is a serious offence and a violation of this code. Companies and individuals breaching these laws may be punished by fines, and individuals could face imprisonment.

- Do not solicit, offer, promise, authorise or accept a bribe, kickback or any other improper payment, including facilitation payments.
- Comply with all laws and regulations that prohibit bribery and corruption
- Work to ensure our suppliers, contractors and business partners share and comply with our requirements.
- Create and maintain accurate financial records supported with documentation.

## Gifts, Hospitality and Entertainment

Exchanging gifts, hospitality and entertainment may create bribery, money-laundering, conflict of interest and/or reputational risks for JERA Nex bp, its employees and any business partners involved.

## Policy statement

We expect our suppliers, contractors and business partners to ensure compliance with the ethics and compliance principles defined in this Code, and applicable laws and regulations, in all jurisdictions in which we operate.

We do not engage in bribery or corruption in any form.

## Resources and useful links

- [ABAC Policy](#)
- [Speak up policy](#)

- Do not offer, give or receive gifts or entertainment that could be seen as a bribe, raise questions about conflicts of interest, or damage our reputation.
- Comply with our gifts, hospitality and entertainment policy and its requirements, including requirements relating to hosting government officials.

We do not offer, give or receive gifts or entertainment to or from government officials. Low-value hospitality below €20, such as sandwiches or refreshments, is permissible. Hospitality above this threshold must receive prior approval from a senior line manager and Compliance department Fair Competition

We conduct our business activities in full compliance with the competition laws of the countries in which we operate. These laws protect fair competition and combat illegal practices, including price fixing, bid rigging, anti-competitive or monopoly practices.

- Consult with Legal before proposing or entering into any agreement or understanding with any competitor.
- Avoid contacts of any kind with competitors that could create the appearance of improper agreements or understanding.
- Understand how JERA Nex bp requirements apply to you and your business and follow them.

## Conflict of Interest

A conflict of interest could happen if your personal activities, interests or relationships affects, potentially affects or could be perceived to affect your professional judgement or decision making, in accordance with JERA Nex bp's interests.

- Understand the many different ways conflicts of interest can arise. Including having a second job, serving as a director or consultant, holding a financial interest with an existing or potential competitor, customer or supplier.

## Policy statement

We always carefully consider whether it is appropriate to give/ accept gifts, hospitality or entertainment.

We must be careful in all interactions with competitors to avoid even the perception of an improper agreement.

We avoid conflicts of interest.

## Resources and useful links

- [Gifts and Entertainment Policy](#)
- [Conflict of Interest](#)
- [Speak up policy](#)

- Comply with our conflicts of interest requirements, including proactively disclosing any actual, potential or perceived conflicts of interest to evaluate the matter.
- Always act objectively and make business decisions based on what is best for JERA Nex bp and its interests.

## Anti-Money Laundering

Money laundering generally refers to financial transactions through which criminals, including terrorist organisations, attempt to disguise the proceeds, source or nature of their illicit activities. JERA Nex bp does not facilitate or support any type of activity linked to money laundering.

- Conduct appropriate third-party due diligence before entering into business or transactions to ensure that we are working with legitimate counterparties and that their funds do not originate from criminal activities.
- Follow the Anti-Money Laundering Policy and comply with any additional requirements that apply to your local business.
- Immediately report any unusual or potentially suspicious activity through the internal channels provided for this.
- Do not inform, or attempt to inform, any individual or third party suspected of involvement in money laundering that a report has been made, or an investigation is underway.

## International Trade Compliance

We comply with international trade laws including economic sanctions, import and export laws and anti-boycott laws that prohibit us from doing business with certain countries, entities, and individuals.

- Abide by the applicable trade laws of all countries in which we operate.
- Understand how JERA Nex bp requirements apply to you and your business and follow them.
- Conduct appropriate due diligence before entering into business or transactions with third parties.

## Policy statement

We avoid conflicts of interest.

We protect JERA Nex bp from money-laundering activities.

We comply with all export control, economic sanctions and customs.

## Resources and useful links

- [AML Policy](#)
- [Conflict of Interest](#)
- [Speak up policy](#)

## Political Activity

We do not make political contributions to any individual or organisation in any country in which we operate, unless it is in accordance with applicable laws and has been authorized by the Board.

- Obtain board approval before engaging in any political activities.
- Do not make monetary or other contributions to political parties on behalf of the company.

## Public Communications

All communications with the media– whether written or verbal, proactive or reactive – shall be conducted with the awareness and approval of the JERA Nex bp Communications team. Any external press release shall go through the Communications team for approval to ensure messaging is approved by management and aligned to the strategy, culture, values and branding of the company.

Unauthorized press releases are strictly prohibited.

- Should you be approached by any media outlet, including social media, or journalist for comment on a specific topic or issue, approach the Communications team, who can step in as the main point of contact for the journalist and ensure the interaction is managed in the right way
- Do not undertake public speaking on behalf of JERA Nex bp, unless duly authorised.
- Follow JERA Nex bp general guidance for use of social media.

## Data Privacy

JERA Nex bp is committed to safeguarding the privacy and personal data of our employees, customers and other business partners. Personal data must be treated confidentially and in accordance with applicable laws and regulations.

- Always collect, use and process such information only for legitimate business purposes.
- Limit access to the information to those who have a legitimate business purpose and are authorised to see the information.
- Never disclose such information without ensuring that you have the authority to do so.
- Delete data we do not need in line with our data retention policies.
- At JERA Nex bp we are committed to the ethical use of artificial intelligence (AI), ensuring transparency, fairness, accountability, and respect for privacy.

### Policy statement

We do not make political contributions unless it is in accordance with applicable laws and has been authorized by the Board.

We are committed to respecting people's privacy and the confidentiality of personal information.

### Resources and useful links

- [Communications and press policy](#)
- [Speak up policy](#)

# Our Assets and Financial Integrity

## Accurate Recordkeeping and Reporting

At JERA Nex bp we record and report both financial and non-financial company information honestly, accurately and objectively. We comply with all the applicable laws and regulations in the way we record, retain and report information consistent with generally accepted accounting principles, standards, and regulations for accounting and financial reporting.

- Ensure all transactions are properly authorized, recorded and reported, as required. Records should be fair and accurate.
- Create, retain, and destroy paper and electronic information in line with the applicable laws and JERA Nex bp requirements.

## Protecting Company Assets

At JERA Nex bp, all employees share a responsibility and legal duty to protect the company's property, financial assets and intellectual property.

- Make sure the property or any resource entrusted in you is not damaged, misused or stolen.
- Do not share confidential or proprietary information about the company, suppliers, or business partners. This includes financial information, internal communications, and sensitive projects.
- Respect the intellectual property rights of others, including any references to JERA Nex bp, its subsidiaries, its partners or shareholders, or third-parties.
- Be on guard for any cyber security threats including phishing attempts, or the distribution of spam and malware.

## Policy statement

We create, maintain and report accurate financial and business records.

We always take care in using our assets and resources.

## Resources and useful links

- [Communications and press policy](#)
- [Speak up policy](#)

## Insider Trading

Most securities laws worldwide restrict any person having material non-public information about a publicly traded company from purchasing or selling securities of this company. They also provide for restrictions on communicating such information to any other person.

- Be careful and protect non-public information from intentional or accidental disclosure.
- Never buy or sell securities or derivatives of any entity, including JERA Nex bp's listed parent companies, whilst you are aware of non-public information that could affect the price of those securities (insider trading). That is either directly or through family members, or by encouraging others to do so.

## Policy statement

We are committed to supporting fair, open securities markets around the world.

## Resources and useful links

- [Communications and press policy](#)
- [Speak up policy](#)