



CODE OF CONDUCT

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NAVIGATION TIP!

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MESSAGE FROM THE CEO

Our mission at Virta is to do our part in solving climate change by bringing electric mobility to people's everyday life and to the energy system. Together as a team we strive for a sustainable future and commit to making our best efforts towards our common goals. We want to encourage our employees to treat people the way they would want to be treated – with respect.

A professional and respectful workplace breeds a healthy working environment, resulting in productivity and growth. Everyone contributes to our joint success and every employee should feel valued and respected. We value sharing knowledge and professional systematic development approach. Challenges should always be seen as learning paths for tangible enhancements.

As the company continues to grow fast, we need a strong base to build on. The code of conduct supports the development of the company, for us to be steady and strong. Following the guidelines will also enhance the wellbeing of our employees by providing clarity on how we work and co-operate with our colleagues, partners and clients. We care for the well-being of every employee and want to provide a workplace with equal opportunities for growth and success. The code of conduct guides our daily work life and helps us perform better together as Virta. By following the code of conduct, we will be stronger as a team.

Jussi Palola, CEO of Virta



1 INTRODUCTION

The Code of Conduct provides guidelines for everyone at Virta, to do what is right for the company, the employees, the customers and other stakeholders and partners.

The Code defines how employees, managers, executives and board members should conduct themselves as representatives of the company, all accountable for their actions. In case of uncertainty about the right course of action, you can always ask for help.



2 VIRTA'S CORE VALUES

The company values support our company vision and mission and shape our company culture. They form the core identity of the company and portrays what we believe is meaningful for us as individuals and as a team. Our values form a base for trust, both for ourselves and for our customers.

Our mission is to do our part in solving climate change by bringing electric mobility to people's daily life and to the energy system. Our vision is to be the leading platform for companies that want to offer state-of-the-art, everyday services for consumers and businesses. Our values are what we stand for and what supports us in fulfilling our mission and vision.



STRIVING FOR A SUSTAINABLE FUTURE

Virta strives towards a cleaner future, thinks ahead, and performs accordingly. We value environmental, economic, and social sustainability. Despite the challenge grandiosity, we are committed to make our best effort to change the world for good.



MAKING THINGS HAPPEN & WORK IN PRACTICE

We value making things happen in practice. We are not a company that only talks about disruptions, but we make them happen with visible business results.



GROWING TOGETHER & INDIVIDUALLY

Sustainable growth is valuable for us as individuals and as a company. The e-mobility sector is growing rapidly, and our target is to grow even faster. We enable our customers' success and give our employees the space to grow into industry-leading



HELPING EACH OTHER TO SUCCEED

By working together as a team and with our partners, we can grow and learn more. When we help each other out and work together, our results speak for themselves. Through cooperation and with our technology, we can make e-mobility work for everyone.





3 DECISION MAKING AND THE CODE OF CONDUCT

When making decisions you should always ask yourself if it is legal, if it complies with the code of conduct, if it reflects Virta's values and if it respects others. If you ever have a doubt about any of these questions, speak up and ask for help.

We always follow the laws of the countries we work in and if you are unsure whether the action you are taking is legal or not, ask before acting. You can always turn to your manager or the HR Team for support and advice when needed.





4 REPORTING & NO RETALIATION

Virta encourages the employees and other stakeholders to ask questions and raise issues without fear of retaliation. The reports and concerns raised are taken seriously and investigated. Actions are taken when required. The company does not tolerate retaliation against anyone who makes a good faith report of suspected misconduct or otherwise assists with an investigation or audit.

When you are facing a question or concern, in most cases your manager should be your first point of contact. They are the most likely person to understand the concern and provide you with help and assistance and act when needed. If you don't feel that you can speak with your manager, or if you have already shared a concern and feel that it is not being appropriately addressed, you can always reach out to the HR Team or a member of the management team.

Employees who report a concern in good faith cannot be subjected to any adverse employment action including:

- Unfair dismissal, demotion or suspension
- Unfair denial of a promotion, transfer or other employment benefit
- Bullying and harassment, either in person or online
- Exclusionary behaviour
- Any other behaviour that singles out the person unfairly





5 TO REPORT A CONCERN

- > Talk to your manager or skip-up manager
- > Contact Human Resources
- > Use the whistleblowing system (more in section 6 of the code of conduct)



6 WHISTLEBLOWING

EXAMPLES OF REASONS TO BLOW THE WHISTLE

- Illegal actions, in any areas
- Discrimination, harassment, inappropriate behavior
- Unfair and unethical actions
- Actions against our code of conduct
- Actions against GDPR & Security instructions
- Other actions you perceive as misconducts needing to be addressed



We use Granite's tool for all whistleblowing at Virta.

[You can find the tool here.](#)

HOW DOES THE GRANITE TOOL WORK IN PRACTICE?

1. **[Go to the tool](#)**
2. Follow the instructions given
3. You don't have to leave any contact details but you may if you want to
4. Copy your URL and PIN to access your case in future
5. Remember to check the case within 7 days from submitting the case and come back regularly e.g. every other week to see if extra information is asked from you. You can also access the case if you remember or receive some additional information about the case,
6. We will inform you about the results of the investigations performed and actions taken within 3 months. If you aren't happy with the results you may take the case further to the official authorities.





The new EU whistleblowing directive requires all companies with over 50 employees or 10m€ turnover to provide a fully anonymous way of reporting actions that are illegal. The purpose of the new legislation is to ensure that a person who, in course of working, detects or suspects an act contrary to the public interest in specific areas of EU or national law can report it safely. This means that e.g., employees, customers, partners, consultants, service providers, potential job seekers, office maintenance, can and are strongly encouraged to report if they face any action that's illegal, unethical, or against policies and instructions, the company obeys.

Many EU countries have already ratified the law, Finland is behind as expected to have the law ratified during spring 2022. The protection offered by the law will be effective immediately but the companies with under 250 employees will have the rest of 2022 to adjust the whistleblowing tools accordingly.

The companies must ensure the full anonymity of the whistle-blower and there's a strong protection against the counter actions towards the whistle-blower. In this case, the company must prove that any possible actions weren't caused because of the suspected whistleblowing but some other valid reasons.

Handling of the whistleblowing cases must be limited to a small group of people who can distribute tasks further if needing help from other experts e.g., finance or security.

The first response to the whistle-blower must be submitted within 7 days and the statement of the investigation, conclusions, and actions taken within 3 months.

WHAT TO REPORT?

We encourage you to rather report suspected misconducts too lightly than not to report them at all. You can report e.g. these straight to the [Granite whistleblowing tool](#), your manager, OSH representatives, and Shop Steward or HR Team. We also strongly encourage you to report any information data security breaches and misconducts in this area you may have noticed.

Keep in mind that the actions reported should be primarily conducted by the company, employees, management and stakeholders. Misconducts performed by consultants, customers, or service providers should be reported to the whistleblowing channels of their companies. You can still report them to our tool too if you are confused about what to do and we will help you to take the case further.





7 EARLY INTERVENTION & EARLY SUPPORT MODEL

If there are any concerns related to the employee's workability or concerns of misbehaviour, we follow the early intervention and support model.

Early support signals that indicate a possible need for intervention:

- Problems in work time management: the employee is often late or absent, especially before or after weekends.
- Repeated, regular or prolonged absences from work:
 - More than three short absences due to illness in six months
 - One absence that lasts longer than a month
- Weakened work performance or changes in the way work is performed:
 - Some work left incomplete
 - Decreased quality of work
 - Increase in the number of mistakes
- Concern of coping with workload and/or work-related stress

- Changes in behaviour compared to before, such as:
 - Acting withdrawn
 - Persistent fatigue
 - Difficulties concentrating
- Problems related to the work community:
 - Problems associated with specific persons
 - Personal chemistry
- Customer feedback
- Substance abuse





8 NON-DISCRIMINATION, HARASSMENT & BULLYING

Virta does not tolerate discrimination based on race, skin colour, religion, gender, age, national origin, disability, sexual orientation, gender identity, marital status or any other context that could give rise to discrimination. We respect diversity and promote equal treatment and opportunities regardless of the above-mentioned diversity between the employees. The employee equality is noted in recruitment, career advancement, assignment of job duties and access to trainings and workplace community development. These are monitored and discussed within the Occupational Health and Safety committee meetings.

Virta expects to treat all fellow employees, external consultants, customers, business partners and other stakeholders with dignity and respect at all times. All employees and external consultants should interact with one another based on mutual respect and are expected to honour everyone's right to privacy and dignity.





We are committed to ensuring that our employees, our contractors and our customers work in safe and respectful environment that is free of bullying.

Bullying can include:

- Spreading a malicious rumour or gossip
- Excluding or isolating someone socially
- Establishing impossible deliverables
- Withholding necessary information or purposefully giving the wrong information
- Intimidating someone
- Impeding someone's work
- Unfairly denying training, leave or promotion
- Constantly changing work guidelines
- Sending offensive jokes or emails
- Criticizing or belittling someone constantly
- Tampering with a person's personal belongings or work equipment

The company does not accept any form of harassment, bullying, discrimination, sexual harassment or other behaviour that colleagues or business associates may regard as threatening, intimidating or humanly degrading.

Harassment can include actions, language, written words or objects that create an intimidating or hostile work environment, such as:

- Yelling at or humiliating someone
- Physical violence or intimidation
- Unwanted sexual advances, invitations or comments
- Visual displays such as derogatory or sexually oriented pictures or gestures
- Physical conduct including assault or unwanted touching
- Threats or demands to submit to sexual requests as a condition of employment or to avoid negative consequences

In case you observe or experience any of the behaviours above, report it either to the HR team, your manager or via the whistleblowing tool.





9 CONFLICTS OF INTEREST

A conflict of interest can occur when an employee's personal activities, investments or associations compromises their judgment or ability to act in the company's best interests. The type of situations that can give rise to conflicts of interest should be avoided. During the employment the employee shall not, without the express prior written consent of the company, engage in any other employment, service, secondary occupation, duty or business since it may affect their ability to properly perform their duties.

It's important for employees to disclose any relationships, associations or activities that could create actual, potential, or even perceived, conflict of interest to their manager or the HR team.





10 CONFIDENTIALITY

The company and its employees maintain the confidentiality of all proprietary information. Proprietary information includes all non-public information that might be harmful to the company and its customers and business partners if disclosed.

CONFIDENTIAL INFORMATION CAN INCLUDE

- Customer lists
- Supplier lists
- Pricing information
- Terms of contracts
- Company policies and procedures
- Financial statements
- Marketing plans and strategies
- Trade secrets
- Any other information that could damage the company or its customers or suppliers if it was disclosed

The employee shall not, except to the extent that is required for the proper performance of their duties under their employment, during or after the termination of their employment and without a time limit, make use of for their benefit or for the benefit of any third party, or disclose to any third party the business secrets or other confidential information of the company or any of its group companies or their clients or partners that they have received while performing their duties.





11 INNOVATION & INTELLECTUAL PROPERTY RIGHTS

The company supports and encourages innovation of the employees. Intellectual property and patents, copyrights, trade secrets, trademarks must be protected. With the employment the employee assigns to the company all rights, title and interest in and to all present and future intellectual property rights created, made, conceived or first reduced to practice by the employee, either alone or jointly with others, during the employment and created in connection with the employment. The company is not obligated to pay to the employee any separate compensation for the assigned intellectual property rights, unless so required by mandatory legislation.

The employee agrees to execute and sign any and all documents and to provide the company any and all documents and other information relating to the intellectual property rights assigned or to be assigned hereunder to the extent considered reasonable by the company.

Notwithstanding any registration filed on behalf of the company, the employee agrees not to register or attempt to register any business name, domain name or trademark that is confusingly similar or refers to the company.

The employee must respect the intellectual property rights of others.





12 PRIVACY & GDPR

The company complies with the requirements of the local and international privacy laws. All employees are required to attend the training about our company's GDPR policy.

The company and its employees do not disclose any private, personal information of:

- Employees
- Customers
- Suppliers
- Competitors
- Third parties

Employees store all personal information securely, mark it as confidential and store it only for as long as it is needed for the purpose for which it was collected. When providing personal information, employees limit access to only those with a clear business need for the information. Employees are required to report any breaches of privacy, including the loss, theft of or unauthorised access to personal information, to their manager, the HR team and the Security Manager.





13 BRIBERY & FACILITATION

The company will not attempt to influence the judgement or behaviour of a person in a position of trust by paying a bribe. This applies to persons in government and in private business. The company does not permit facilitation (or “grease”) payments to government officials or private business in order to secure or speed up routine actions.

EMPLOYEES ARE TO:

- Select third parties carefully and monitor them continuously to ensure they comply with the company’s anti-bribery policies
- Refuse any offer or request for an unlawful payment and report the incident to the company’s CEO and CSO.





14 GIFTS & ENTERTAINMENT

While gifts and entertainment among business associates can be appropriate ways to strengthen ties and build goodwill, they also have the potential to create the perception that business decisions are influenced by them. The company is committed to winning business only on the merits of its products, services and people and complies with all legal requirements for giving and receiving gifts and entertainment.

Employees may accept occasional unsolicited personal gifts of nominal value such as promotional items and may provide the same to customers and business partners. When in doubt, employees should check with the CSO/CEO before giving or receiving anything of value.

EMPLOYEES ARE TO:

- Use sound judgment and comply with the law, regarding gifts and other benefits
- Never allow gifts, entertainment or other personal benefits to influence decisions or undermine the integrity of business relationships
- Never accept gifts or entertainment that are illegal, immoral or would reflect negatively on the company
- Never accept cash, cash equivalents, stocks or other securities





15 INSIDER TRADING

Employees may learn information about the company, associates, clients, business partners or other companies that is not publicly available. It is illegal for any individual to use information obtained in this way for personal gain or to share it with others.

EMPLOYEES ARE PROHIBITED FROM:

- Buying or selling securities based on non-publicly available knowledge gained in the course of business
- Providing information or tips, or encourage another person to buy or sell securities based on inside information

Employees are required to report suspected insider trading to the CEO/CSO.





16 HEALTH & SAFETY

The company conducts business in accordance with applicable health and safety requirements and strives for continuous improvement in its health and safety policies and procedures. All employees are expected to perform their work in compliance with applicable health and safety laws, regulations, policies and procedures and always apply safe work practices in all locations. Applicable safety and health requirements must be communicated to visitors, customers or contractors at any company location. Employees are required to immediately report workplace injuries, illnesses or unsafe conditions, including “near-misses” to their Manager, HR and in subsidiaries also to the Geo Sales Director.

ELECTRIC WORK

Electrical work may only be carried out by registered professionals. Any electrical work that requires qualification is strictly forbidden to be done. If there is any uncertainty of not knowing the need for qualification to perform some

tasks that requires electrical work, the employee is not allowed to perform it.

Electrical work that requires qualification will be done only by a qualified professional under an approved electrical work supervisor. The company will provide a licensed electrician to perform these tasks.

OCCUPATIONAL HEALTH & SAFETY COMMITTEE

The company has an Occupational Health and Safety committee that monitors and develops the safety and health of the employees at work. The Health and Safety Committee consists of an Occupational Health and Safety Manager (as the employer representative), an Occupational Health and Safety Representative (representing the employees) and two additional members.

The committee meets once a year to follow-up the action plan from the previous year and to plan the actions and fur-





ther development for the on-going year. There will be additional meetings as needed. The Occupational Health and Safety committee is monitoring and plans actions to ensure the employee equality, non-harassment, well-being, health-care and safety matters.

DRUGS AND ALCOHOL

Substance abuse is incompatible with the health and safety of our employees, and we don't permit it. Alcohol may be served by the company at special occasions of celebration or at events. When alcohol is served, use of good judgement is always required.

The use or possession of any illegal drugs is strictly prohibited for our employees. If there is a reason to suspect the abuse of alcohol or other intoxicants, the matter must be actively intervened in and discussed. The initiative for a meeting may come from the superior, HR, occupational healthcare services or a colleague.

Based on the meeting with the abuser, a plan for further measures will be made and the possible need for treatment

will be assessed. Occupational healthcare services must be involved in the making of the plan, in the assessment of the need for care and in the follow-up of the measures taken.





17 INFORMATION TECHNOLOGY

The company expects its employees to help it safeguard all IT equipment and data against intentional malicious acts by individuals inside or outside the company.

Information security training is provided and is compulsory training to all employees to ensure compliance with information security policies.





18 SUSTAINABILITY

Sustainability can be defined as using resources in a way that ensures they are not depleted over time. This concerns environmental, social, and economic resources – keeping nature, people, and the economy healthy, today and in the future. As a company, we want to conduct our business in a way that leaves the environment and society better than we found them.

The company complies with all applicable environmental laws and regulations as well as self-directed commitments to sustainable practices and environmental protection. The employees of the company thereby also need to adhere to these laws and regulations.

We believe that climate change can be solved with energy efficiency, renewables, and by electrifying all parts of society, and that we as a company can have a significant positive impact. We are committed to making the world of mobility carbon-free and to enabling electric vehicle energy services for energy flexibility, to allow a faster transition towards

a sustainable, zero carbon energy system. We also want to build a more sustainable society by being a trusted partner for our communities, partners, owners, and employees.



As an employee, you are expected to be familiarised with the company's [Sustainability Policy](#).

Employees are also encouraged to:

- Partake in small but important actions: recycling, meeting online when possible, choose the most sustainable travel option when possible (train instead of plane, for example)
- Share ideas: if an employee thinks something needs improving, changing or more attention, they are encouraged to contact the Sustainability Manager
- Ask for help and resources
- Blow the whistle: if a serious issue is noted, and the manager has not been able to address it, employees are encouraged to blow the whistle.





19 USE OF SOCIAL MEDIA

The company respects the right of employees to use social media for personal and professional purposes. Employees are responsible for complying with company policies and procedures when communicating on social media. Employees are accountable for any information they publish online.

On social media, employees are required to:

- Reveal their relationship with the company when commenting online on issues related to the company
- Respect the privacy of other employees and refrain from publishing photos of them without their consent
- Ensure any information they post related to the company is accurate
- Comply with the rules of the social media sites they use

Employees must not:

- “Pretext”, or pretend to be someone they are not online
- Speak on behalf of the company if they are not expressly authorized to do so
- Share confidential information about the company, its clients, stakeholders or suppliers
- Post comments or pictures that could harm the company’s brand, reputation or commercial interests





20 ACKNOWLEDGEMENT OF THE CODE OF CONDUCT

By certifying to the company code of conduct, you acknowledge that:

- You have read the entire code of conduct and understand your responsibilities related to it.
- You have had the opportunity to ask questions to clarify any unclear aspects of the code.
- You agree to abide by its principles.
- You agree to report to the company any violations of the code.
- You agree to cooperate in any investigations of violations of the code.

The code of conduct will be amended when needed to follow the legislation and to support the healthy growth of the company.





**Missing some Code of Conduct related information?
Please contact:**

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