



CODE OF CONDUCT



#onsafeground



The NGI Code of Conduct reflects NGI's values and presents a practical guide on how we shall conduct ourselves and behave in our daily work and interaction with both clients and colleagues.

By complying with the terms, rules and requirements in the NGI Code of Conduct, we will continue to be recognized as the unique and respected institution we are. At NGI, whether as an employee, consultant or affiliate, we fully commit ourselves to the principles stated in the NGI Code of Conduct and thereby ensure NGI's position, namely; on safe ground!

Lars Andresen
Managing Director, NGI

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SUMMARY

NGI's CODE OF CONDUCT

BUSINESS CONDUCT

- NGI complies with applicable laws and regulations and relevant international conventions and guidelines set by international organisations.
- NGI adheres to the *General guidelines for research ethics* and the *Guidelines for research ethics in science and technology*.
- All our activities shall be carried out in a transparent, truthful and accountable manner.
- Quality, a good work environment, and sustainability shall characterize NGI.
- We shall always provide independent and impartial advice.
- We shall as far as possible verify that business partners have ethical standards equivalent to NGI.
- NGI applies high commercial ethical standards and we do not tolerate corruption in any form.
- NGI handles and uses information we obtain in a responsible and professional manner.

WORK ENVIRONMENT AND PERSONAL CONDUCT

- We shall all contribute actively towards a good work environment characterized by openness, respect, equality and diversity.
- NGI does not tolerate any kind of discrimination, threats or harassment.
- NGI works actively for an injury-free and healthy working environment.
- Employees are expected to exercise NGI's values, i.e. trust, collaboration, action, and integrity, when cooperating and interacting with colleagues, customers and other interested parties. NGI's values provide the framework for how employees are expected to act on NGI's behalf.

NOTIFICATION

- All employees, consultants, students and researchers affiliated with NGI are encouraged to notify any unacceptable circumstances or misconduct, so that this may be dealt with and resolved. All NGI's legal entities shall have procedures for notifying, (including whistleblowing), in line with national legislation and the principals stated below.

INTRODUCTION

1. INTRODUCTION

The *NGI Code of Conduct* reflects our Societal Mission, our Foundation, and our Values. The *NGI Code of Conduct* is the foundation that supports our efforts to implement our work in the right way and to always act with integrity. The *NGI Board of Directors* reviews and approves the *NGI Code of Conduct* annually.

The Code of Conduct reflects *NGI's Values*: i.e. **Trust, Collaboration, Action, and Integrity**. Together with both *NGI's Steering Documents* and *Management System* and applicable laws and regulations, the Code of Conduct provides the framework for what we consider to be responsible conduct.



The *NGI Code of Conduct* shall be applicable to employees of both the *NGI Foundation* (*Stiftelsen NGI*) and *NGI's international offices*, any consultant representing *NGI*, as well as students and researchers affiliated with *NGI*. As an *NGI* employee, consultant or affiliate you shall follow the rules of the Code of

In forming your judgment on a certain issue or action, the following basic ethical questions may be of assistance >>

Conduct and always strive to exercise good judgment, care and consideration in everything you do on behalf of *NGI*. The *NGI Code of Conduct* is designed to help you make the right decisions for yourself and for *NGI*. In addition to *NGI's Code of Conduct*, all employees shall follow applicable laws and regulations, act with care and conformity, and refrain from any actions that may impair the trust in *NGI*.

If there is any uncertainty or conflict regarding ethical questions, any employee should contact his/her direct line manager. The manager shall support employees in dealing with any ethical dilemma they may face.

All employees shall ensure that they are familiar with and perform their duties in accordance with the requirements set in *NGI's Code of Conduct*, *NGI's values*, applicable laws and regulations, and in *NGI's Steering Documents*.

All managers are responsible for ensuring that *NGI's Values* and *NGI's Code of Conduct* are complied with at all times. Managers are responsible for continuously working on achieving this and that performance is evaluated accordingly.

Violations of *NGI's Code of Conduct* are not tolerated and may have consequences for *NGI* and the individual employee. Violations of the *NGI Code of Conduct* may lead to disciplinary actions, including termination of employment or criminal prosecution. As an employee, consultant or affiliate you always have the right to notify possible misconduct or raise ethical questions with your manager. (See also further information in chapter 4 about reporting possible violation(s) of *NGI's Code of Conduct*.)

- Is there a potential threat or risk to life, health, environment or safety?
- Is it legal?
- Is it reasonable?
- Is it correct?
- Can it be justified?
- Could it be made public?
- Is it in line with *NGI's Values* and Code of Conduct?



BUSINESS CONDUCT

NGI adheres to the General guidelines for research ethics and the Guidelines for research ethics in science and technology¹



“All activities shall be conducted in a transparent, truthful and accountable manner.”

2. BUSINESS CONDUCT

NGI conducts both research and development and commercial activities globally. As a Norwegian entity, NGI complies with applicable Norwegian laws and regulations, as well as applicable laws and regulations of those countries we operate in. It is also NGI's policy to act in accordance with relevant international conventions and guidelines set by international organisations, such as the United Nations (UN) or the Organization for Economic Co-operation and Development (OECD). In case differences exist between applicable laws, regulations and NGI's Code of Conduct, we follow the norm setting the highest standard of behaviour.

2.1. Business Integrity and Quality

All activities related to both research and development projects and consultancy projects shall be conducted in a transparent, truthful and accountable manner.

NGI adheres to the **General guidelines for research ethics** and the **Guidelines for research ethics in science and technology**¹.

We achieve results through commitment, competence, research and innovation. In close cooperation with our clients, partners and interested parties, we want to contribute to a knowledge-based sustainable development for both the industry and society.

NGI will execute diligence in providing the technical resources and competence necessary to carry out our projects in the best possible manner. NGI will, in line with our societal mission, strive to undertake assignments that promote research, development and innovation, as well as professional development.

Technical products and solutions of high quality, a good work environment, and environmentally conscious choices shall be characteristic to all aspects of NGI's business, both internally and externally. We continually focus on improvement and innovation. Proactive risk management procedures and internal quality control are integral parts of all our activities.

We are committed to transparency, verifiability and accuracy in all our operations, while respecting our confidentiality obligations. All accounting information must be correct, properly registered and documented, as well as reproduced in accordance with applicable laws and regulations. We strive to provide information to and communicate with all interested parties in an open, accurate and timely manner. While respecting confidentiality obligations, NGI responds to external inquiries with fact-based information.

2.1.1. Uncertainty and the precaution principle

Many of NGI's technical results are influenced by statistical uncertainties and imperfect knowledge about site conditions. NGI shall ensure that these uncertainties are not neglected and aim for clarifying the degree of certainty and precision that characterize these results. The uncertainty of results shall be communicated in a suitable and understandable manner to clients and decision-makers. In cases where the degree of uncertainty and the potential consequences for health, society or the environment are considered to be unacceptable, the following precautionary principle should be followed: “When human activities may lead to morally unacceptable harm that is scientifically plausible but uncertain, actions shall be taken to avoid or diminish that harm.”

¹ NENT – Norway's national committee on research ethics in natural sciences and technology



“NGI applies high commercial ethical standards and competes within the framework of competition rules in the markets in which we operate.”

2.1.2. Sustainability

We aim to promote and highlight sustainable alternatives in our projects for our customers and partners. The concept of sustainability encompasses economic, social, institutional, and environmental aspects. NGI aims to operate in a sustainable manner and to develop our activities in a way that adds value to our interested parties and the countries and local communities we operate in.

In line with NGI's goals for sustainability and quality procedures, NGI will strive to contribute to a sustainable development in all parts of our activity. A special emphasis on sustainable development is made when involving developing countries in vulnerable environments.

2.1.3. Business integrity

NGI shall always provide independent and impartial advice. Conflicts of interest or roles may damage NGI's actual or perceived integrity or independence, hence potentially disqualifying NGI from certain processes or damaging our reputation. Role conflicts may arise when NGI provides services to several parties connected to the same project or property, or in cases when NGI provides services in different phases of a project, such as project design, project management, supervision, and independent (third-party) controls. All employees must show due care and ensure that NGI's roles are well known to all relevant parties, both internally and to our clients, if there is a risk that our independence may be questioned.

NGI shall, within the realms of possibility, verify that business partners have ethical standards equivalent to NGI. We carry out risk-based due diligence processes to ensure that the business partners' reputation, background and abilities meet our standards. Our work with sustainability and business ethics is not limited to NGI's internal activities, but also includes our supply chain and procurement practices. Our

requirements and expectations with regards to sustainability and business ethics shall be clearly communicated to our partners, suppliers and subcontractors.

Any intermediary, i.e. any business partner acting on NGI's behalf (e.g. consultants, agents, lawyers, lobbyists etc.) shall follow all applicable laws and regulations and are expected to adhere to NGI's Code of Conduct. They shall, at any time, be transparent towards third parties that they are representing NGI. It is NGI's responsibility to ensure that intermediaries understand NGI's Code of Conduct and our requirements and NGI has the right to exercise oversight and supervision of intermediaries throughout their engagement with us.

2.2. Fair competition and anti-corruption

NGI applies high commercial ethical standards and competes within the framework of competition rules in the markets we operate in. This applies in relation to our competitors and suppliers, as well as to our customers.

NGI's competitiveness shall be based on offering high-quality expertise at a fair price. No one at NGI shall enter into contracts or other agreements that may conflict with national or international competition laws and regulations.

NGI does not tolerate and works against corruption in all its forms. We do not offer, give, accept or receive bribes or other improper advantages, neither directly nor indirectly, for business or private gain, for ourselves or for others. We do not take part in any form of money laundering and ensure that financial transactions NGI is a part of, are not used to launder money.

2.3. Donations, sponsoring and political engagement

NGI can give donations or provide sponsoring in moderate amounts to support organisations or activi-

ties that may have a positive impact on NGI's reputation. Only those organisations and activities should be supported, to which NGI can give a positive contribution or added-value by providing funding, in-kind support, resources or competence. In general, sponsoring or donations should not be granted to individuals.

All sponsoring and donations must be approved according to NGI's Delegation of Authority. In this regard, NGI must be transparent about any kind of support given and all support must be followed up and reported to the upper management.

NGI shall not give donations to any political parties, political representatives or candidates. This does not prevent NGI from supporting political views in the interest of the company. NGI will not interfere with employees' personal political views, statements or activities. However, these activities must be without reference to, or in connection with the employees' relationship to NGI.

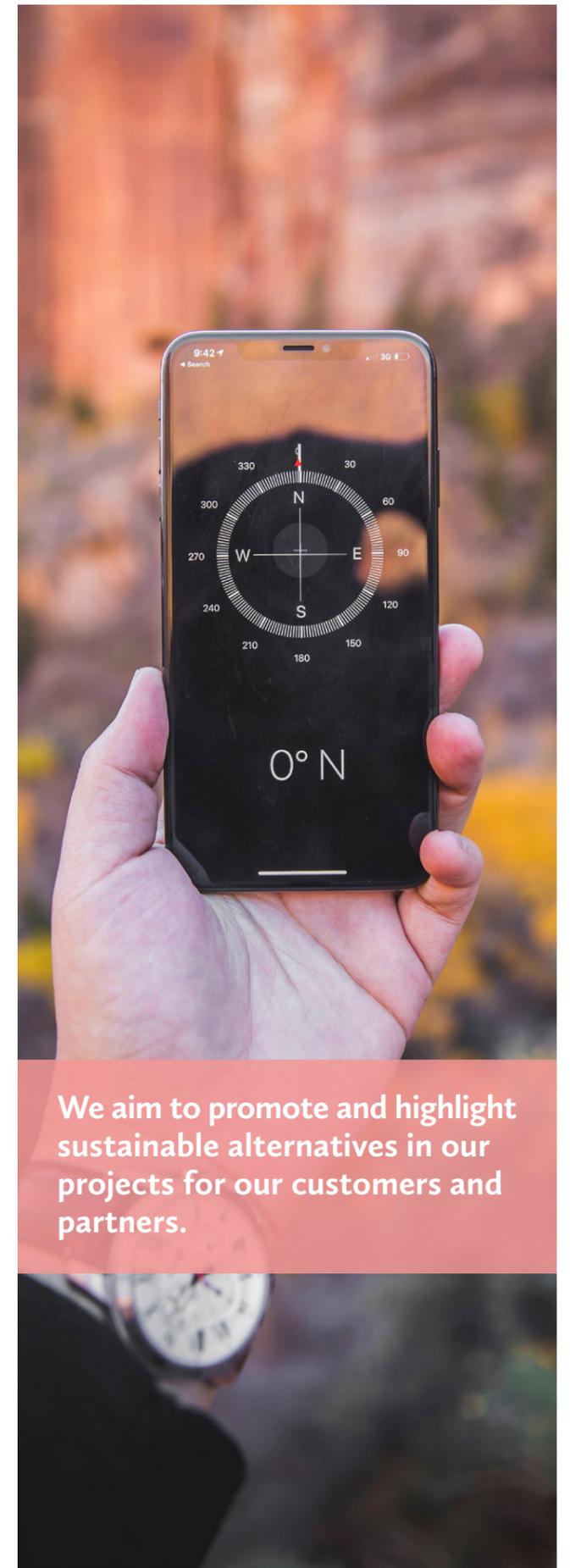
2.4. Secure information

NGI handles and makes use of information, IT systems, and the internet in a responsible and professional manner. Professional secrecy applies both externally and towards colleagues that do not need the information. All employees, consultants, and affiliated researchers sign a declaration of confidentiality.

Information produced and stored on NGI's IT systems is regarded as NGI's property, if not otherwise regulated. NGI therefore reserves the right to access all such information except when limited by applicable laws or explicit agreement with the respective person or institution.

NGI will uphold and respect confidentiality in our projects and manage our own and our clients' material and immaterial property in a professional manner. NGI respects other parties' intellectual property and their immaterial rights, while NGI utilizes any third-party intellectual property in a legitimate way, if required.

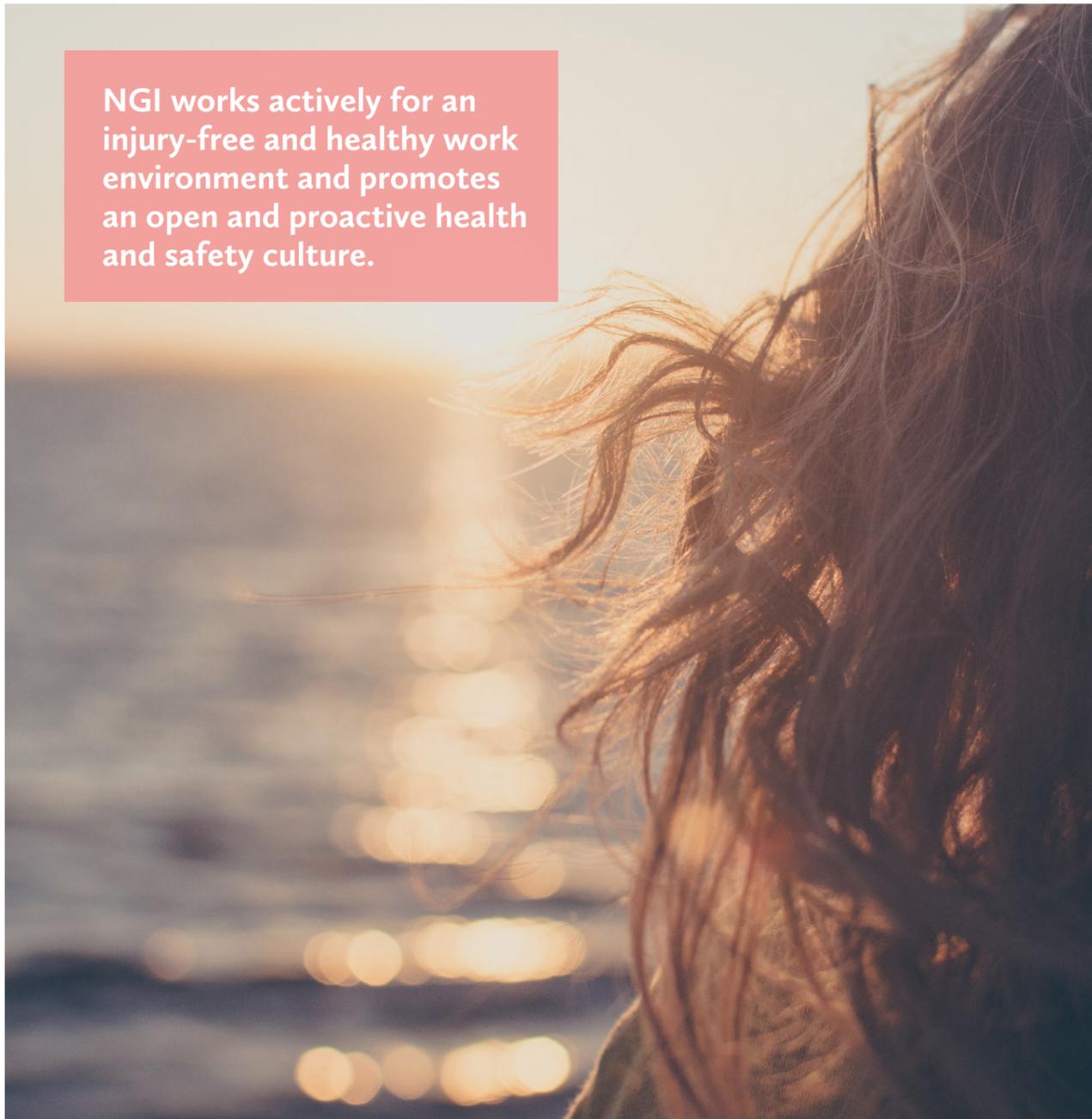
NGI complies with the applicable regulations for handling personal data. NGI follows the Norwegian National Security Authority (NSM) recommendations on IT security.



We aim to promote and highlight sustainable alternatives in our projects for our customers and partners.



NGI works actively for an injury-free and healthy work environment and promotes an open and proactive health and safety culture.



WORK AND PERSONAL CONDUCT

3. WORK ENVIRONMENT AND PERSONAL CONDUCT

NGI shall act as a professional employer and comply with applicable laws and regulations, including the International Labour Organization's Fundamental conventions (International Labour Office ILO) with regard to work environment as well as employment protection and rights.

3.1. Openness, respect, diversity, and equity

NGI works actively towards a good work environment characterized by openness, respect, equality, and diversity. NGI does not accept any kind of persecution, threats or discrimination of employees, related parties or others who are either directly or indirectly involved in NGI's activities. NGI facilitates that all employees may develop and realise their potential independent of gender, ethnical background, political opinion, sexual orientation, or religion. NGI applies equal terms and fair competition in both recruitment and promotion processes.

NGI strives to have an international and diverse work perifacial environment. This makes mutual respect for each other's diversity important and all employees are expected to reflect on how their behaviour may affect others.

NGI does not tolerate any kind of sexual harassment. Employees shall not purchase sexual services when on assignments or business trips for NGI. The purchase of sexual services is illegal in accordance with Norwegian law and can contribute to human trafficking. Human trafficking is illegal, and a serious breach of human rights.

3.2. Health, Safety, Security, and Environment

NGI works actively for an injury-free and healthy work environment and promotes an open and proactive health and safety culture. We plan and act to prevent injuries and work systematically to manage connected risks. No activity is important enough to be conducted with hazard to life and health. NGI works in a proactive way to prevent any kind of undesirable incident. Employees should report any incident impairing health, safety, security or environment according to internal procedures.

NGI strives to provide our employees a good work-life balance and adjusts the work load imposed to each individual employee accordingly.

Employees are not permitted to be under the influence of intoxicating substances, including alcohol and drugs while working on behalf of NGI. Employees must not consume, or encourage others to consume alcohol and/or illegal substances in a way that exposes them or others to health and safety risks, or that would portray themselves, NGI or its business partners in a negative manner.

3.3. Professional behaviour in line with NGI's values

Employees are expected to act in pursuance with NGI's values, i.e. trust, collaboration, action, and integrity, while cooperating and interacting with colleagues, clients or other parties of interest. NGI's values provide the overall framework on how employees are expected to behave.



“Employees shall contribute to good cooperation and teamwork and maintain professional contact with clients and partners.”

3.3.1. Trust

Employees should trust and respect others and behave in a trustworthy manner. All colleagues, cooperation partners, clients, competitors or any other third party shall be treated with a positive attitude in line with NGI’s values.

As an employee you are expected to:

- trust others when reviewing your work and be respectful when receiving feedback,
- protect, treat with care and appropriately use NGI’s assets you have been entrusted with, while these assets shall not be used for personal benefit,
- always apply NGI’s IT and Information Security policies and rules.

3.3.2. Collaboration

Employees shall contribute to good cooperation and teamwork and maintain professional contact with clients and partners.

As an employee you are expected to:

- proactively share relevant information and knowledge with your colleagues,
- proactively give professional help and assistance to your colleagues,
- involve your colleagues in processes and projects when relevant,
- collaborate to ensure all information is shared and reviewed mutually.

3.3.3. Action

Employees shall take initiative, focus on solutions, and get things done. Employees should have courage and search for new opportunities. All employees shall contribute so that NGI always delivers.

As an NGI employee you are expected to:

- proactively contribute to organizational learning and the continuous improvement of NGI, for the benefit of NGI, our collaborating partners, and clients.
- give constructive feedback to your colleagues and identify learning possibilities for NGI,
- contribute to an open learning environment where there is room for exploring and testing, and to learn, also when the outcome is unexpected.
- take action on review findings.

3.3.4. Integrity

Employees should always stand for their professional opinion, behave fairly and in compliance with NGI’s Code of Conduct. NGI exercises integrity by standing up for our professional expertise.

You should not put yourself or NGI in a situation where NGI’s capacity, capability or independence can be questioned, neither internally nor externally. Any action related to corruption, such as receiving or offering bribes is incompatible with NGI’s ethical values. You shall not offer or accept gifts or services of considerable value. Exceptions are small tokens or meals of limited value.

A conflict of interest may arise as a result of employees taking up positions outside of NGI or having financial interests or close relationships to business partners or governmental agencies. Employees shall not be involved in tenders, recruitment procedures or other transactional processes in which the integrity or independence of NGI or the employee may be questioned as a result of shares of ownership, involvement or close relationship with the affected parties. Employees shall always inform their manager about circumstances that may be perceived to influence/impact their competence or independence.



NOTIFICATION



“All employees, consultants, students and researchers working on behalf of NGI are encouraged to notify any unacceptable circumstances or misconduct, so that this may be dealt with and resolved.”

4. NOTIFICATION AND FOLLOW UP OF UNACCEPTABLE CIRCUMSTANCES

All employees, consultants, students and researchers working on behalf of NGI are encouraged to notify any unacceptable circumstances or misconduct, so that this may be dealt with and resolved. All NGI's legal entities shall have procedures for notifying, (including whistleblowing), in line with national legislation and the principals stated below.

What are considered as unacceptable circumstances?

Unacceptable circumstances are violations of the law, the NGI Code of Conduct and other internal regulations or commonly accepted norms. Examples of circumstances that should be notified are threats to life and health, violation of NGI's security regulations, threats to the external environment or climate, corruption or financial embezzlement, an unacceptable work environment, including harassment and bullying, violations of ethical norms for research and breaches of personal data protection rules. Professional disagreements and issues related to an employee's employment terms are not normally considered as notifiable circumstances.

Who to notify?

All unacceptable circumstances should be notified to the immediate superior. If this is not possible, other lines of reporting may be used. These are:

- Manager on a higher level
- Functions in the organization dedicated to following up undesirable circumstances or NGI's ethical committee.
- Staff representatives

All employees also have the right to notify externally, in line with local legislation. If unacceptable circumstances are observed within a customer's internal activities, this should be reported to the project manager and the head of section.

How to notify?

The employee should establish:

- Do I have grounds for my claims?
- How should I proceed with the information I have?
- How should I notify?

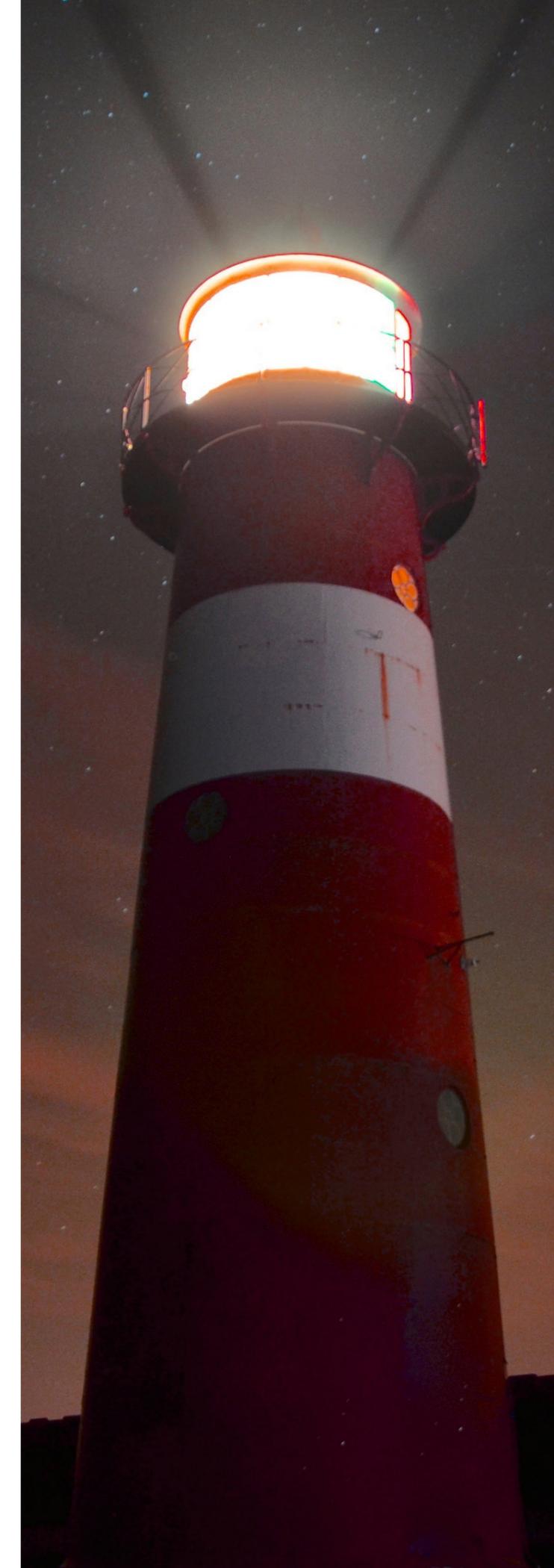
The person who sends a notification should give factual information. The notification should, as far as possible, be detailed, comprehensive and explanatory. A notification may be given in person, by phone, e-mail or in writing.

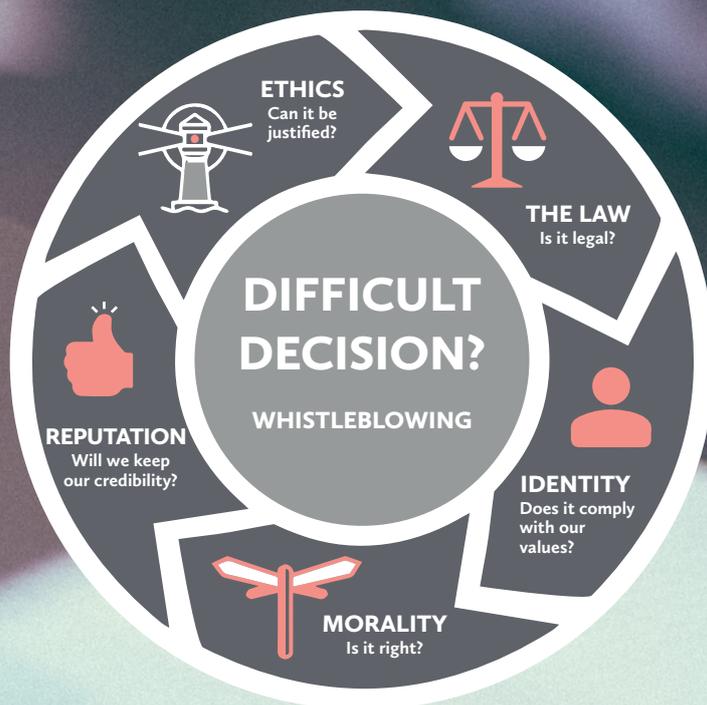
Employees may notify NGI anonymously, if this is not in conflict with national legislation.

Follow up of notifications, the notifier and the subject of the notification.

All NGI's legal entities shall have procedures for following up notifications, (including whistleblowing), in line with national legislation and the principles stated below.

- All notification shall be taken seriously and followed up.
- All notifiers shall within one week be given confirmation that the notification has been received.
- The notifier must be fairly treated and all forms of retaliation are prohibited.
- The subject(s) for the notification are entitled to legal protection.
- Confidentiality, impartiality and counteraccusation are the basic principles for the following up of notifications.
- All case managements shall be documented.
- All circumstances or behaviour confirmed as unacceptable must be dealt with and resolved.
- NGI's ethical committee monitors the system to ensure the following up of notifications.





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