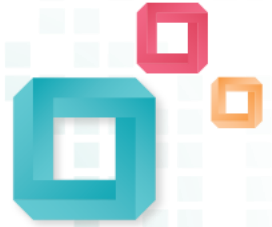


Code of Conduct





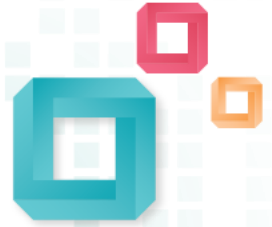
Approval

Role	Name	Date	Signature
Owner	Digital Transformation & Compliance Director	10/07/2024	
Reviewer	Governance Body	10/28/2024	
Approver	CEO	11/10/2024	

Revision History

Version	Date	Revision Author	Summary of Changes
1.0	2018	-	Document Creation
2.0	08/30/2023	Governance Body and Digital Transformation & Compliance Team	Update as per the requirements of the Anti-Corruption Management System
2.1	11/10/2024	Governance Body and Digital Transformation & Compliance Team	Change of company name and rebranding





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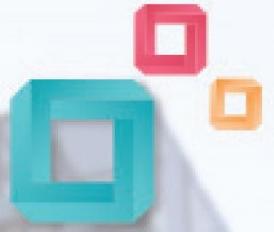
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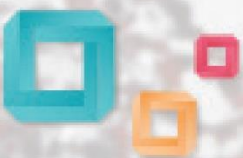
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01

Letter from the CEO





Letter from the CEO

Dear STS Team,

As the CEO of STS, a ZainTech Company, I am writing to underscore the critical importance of ethical conduct and to introduce an updated version of our “Code of Ethics and Business Conduct” now renamed as the “Code of Conduct”. This document encapsulates the values and principles that govern our actions as a leading IT products and solutions provider, and it underscores our unwavering commitment to responsible business practices in the dynamic realm of technology.

At STS, our success is deeply rooted in our innovation, expertise, and dedication to providing cutting-edge solutions to our clients. However, we understand that true success is meaningful only when achieved within the boundaries of the highest ethical standards. The updated Code of Conduct serves as a guiding light, not only for our professional conduct within the company but also for our impact on the industry, our clients, and the communities we serve.

As we navigate the rapid pace of technological advancement, it is essential that we reaffirm our commitment to ethical behaviour, customer-centricity, and environmental responsibility. By upholding these principles, we not only ensure the continued success of our company but also contribute to the advancement of technology with integrity and responsibility.

I encourage each member of our team to thoroughly review and embrace this Code of Conduct. It reflects our shared values, guiding us in our interactions with colleagues, clients, partners, and the communities we engage with. It is not merely a set of rules; it is a commitment to fostering a culture of trust, accountability, and innovation.

As we move forward, I expect each one of us to integrate this Code into our daily work and uphold its principles diligently. By doing so, we can ensure that STS continues to be a respected leader in the IT industry, known not only for our technical prowess but also for our unwavering commitment to ethical conduct.

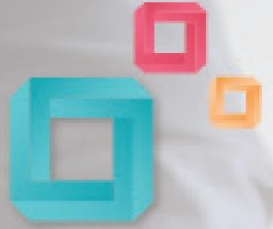
Thank you for your dedication to STS and for your ongoing commitment to upholding our values. Together, we can drive technological progress responsibly, make a positive impact on our industry, and set an example for others to follow.

Sincerely,

Aiman Mazahreh

CEO

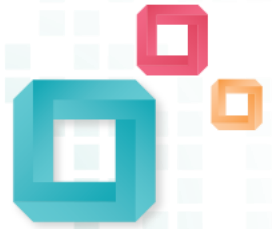




02

Our Mission

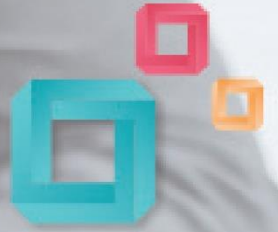




Our Mission

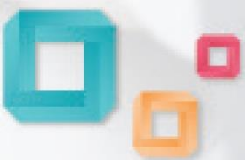
Our mission in STS, a ZainTech Company, is to leverage our leadership position as a Technology Provider in MENA to deliver innovative Organizational Transformation Solutions, while maintaining its core principles of Excellence, Commitment, and Integrity. STS, a ZainTech Company, represents the company's name. It will subsequently be shortened to STS.

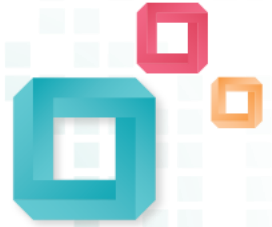




03

Our Principles



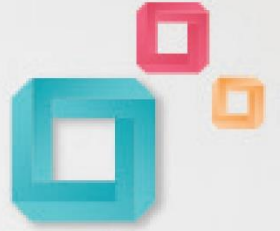


Our Principles

The foundation of our culture at STS rests upon a core set of values that delineate our identity and principles. These values manifest through a set of seven guiding principles, which are:

- ❑ **Commitment:** We are committed to being the best that we can be through dedication and smart work. We take ownership and accountability of our work and deliver on outward, no matter what.
- ❑ **Collaboration:** We are more than the sum of our individual parts. We work closely with one another to achieve shared goals relying on mutual trust, respect, and knowledge sharing.
- ❑ **Customer Centricity:** We strive to adapt rapidly and flexibly to market and environmental changes; offering our customers superior solutions and services to meet their needs, create business value and empower them to be more competitive.
- ❑ **Employee Engagement:** We value our people and strive to make them proud to be part of STS. We empower them with a holistic environment, providing them with respect, responsibility, autonomy, and the tools they need to inspire and motivate them to realize their full potential, professionally and personally, while remaining true to their uniqueness.
- ❑ **Excellence:** We pursue excellence in everything we do. We strive to serve our customers through innovation and continuous improvement and are passionate about People, Process, Product and Service Excellence.
- ❑ **Innovation:** We foster a culture that supports agility and creativity; offering mentorship, addressing challenges, and providing the tools needed to transform ideas into reality.
- ❑ **Integrity:** We practice ethical leadership through deliberate attention to corporate governance standards; demonstrating transparency, goodwill, honesty, equal rights, honour and encouraging mutual trust and respect as we uphold the STS Code of Conduct in all actions and decisions.

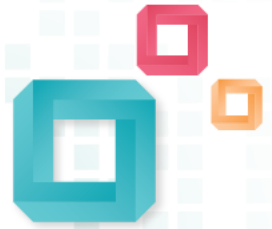




04

Introduction and Objectives



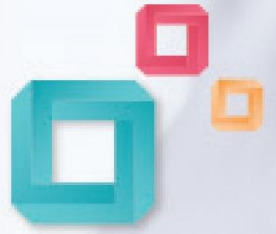


Introduction and Objectives

The purpose of this code of conduct is to serve as a moral compass, offering a framework for responsible behaviors and enabling ethical choices that cultivate positive relationships and a better future. It also outlines policies, standards, and procedures for our global operations, promoting integrity and ethical excellence across the countries we engage with.

STS consistently oversees global laws and regulations, revising the code of conduct on an annual basis to incorporate these alterations. Occasionally, local laws in specific countries may establish distinct mandates that differ from our code of conduct. Local laws always take precedence over the code of conduct. If a conflict arises between local business practice and our code of conduct, we prioritize the adherence to our code. Whenever uncertainty arises, seeking assistance is recommended – you can contact the ethics officer for guidance. Every year, all employees are required to review, comprehend, confirm, and adhere to the code of conduct. Additionally, all newly hired employees are entitled for the same as part of their onboarding process.

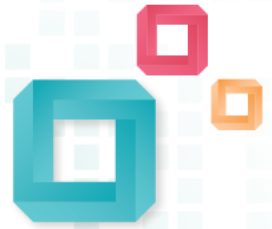




05

Document Scope & Applicability





Document Scope & Applicability

This code of conduct document encompasses all individuals, summarizing ethical behaviors that carry a universal personal obligation.

All employees are bound by the Code and are expected to exhibit conduct that upholds our principles regardless of their position or location.

It is important to note that no director, officer, manager, or supervisor holds the authority to either violate the Code, require others to do so, or demand behavior conflicting with the Code, other STS policies, or applicable laws.

The responsibilities outlined in the Code encompass STS Corporation, its subsidiaries, affiliates, joint ventures, and all other entities directly or indirectly controlled or managed by STS. This includes the employees and directors of these entities, to the extent relevant to their work for STS, as well as suppliers and contractors working on behalf of STS.

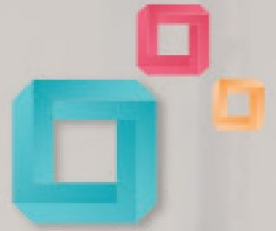
The code of conduct is communicated internally and externally. A copy of this code of conduct is made available at www.stsarabia.com.

The authority to adopt our Code rests with the Board of Directors, while the duty to promote, monitor, update and enforce it resides with the Governance Body and the Ethics Officer.

Should a waiver of our Code be sought, prior written approval must be obtained from both the Governance Body and the Ethics Officer. This requirement ensures a careful and responsible approach to exceptions to the Code.

This document references other documents and standards. The applicability of these documents will follow the relevant laws, regulations, and operational practices of each country.





06

Our Commitment to Integrity



Our Commitment to Integrity

At STS, we hold the highest regard for integrity in all aspects of our operations. Not only because it is one of our seven principles that shape our culture, but also, we firmly believe that acting with integrity is a fundamental part of our identity and a core pillar upon which we build a culture of excellence and trust.

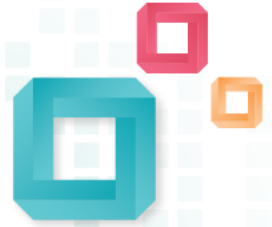
Our commitment to integrity is equally shared with everyone. STS management at all levels in coordination with the Human Resources Department are accountable for the actions of the employees who report to them and responsible for seeing that the Code, other STS policies and applicable laws are followed. They must:

- ❑ Inform their employees about company policies, including those dealing with legal and ethical behaviour.
- ❑ Ensure that appropriate ongoing employee training occurs and that violators of the Code are appropriately disciplined.
- ❑ Maintain a work environment where constructive, frank, and open discussion about ethics is encouraged and expected without fear of retaliation.
- ❑ In this effort, managers should seek and will receive support from STS's Human Resources Department and the Ethics Office.

STS has established a robust organizational structure to implement its Anti-Corruption Management System. This dedicated framework is designed to effectively manage and oversee all aspects of our anti-corruption initiatives as per the following:

- ❑ **The Governance Body:** this group comprises senior managers from STS, and their primary objective is to provide leadership, guidance, and oversight to ensure that the organization operates with the highest standards of ethics, integrity, and compliance, effectively addressing and preventing corruption in all its forms.
- ❑ **The Compliance Function:** this function is the central point of authority for all compliance-related matters, primarily accountable for overseeing policy applications, auditing, assurance and managing compliance-related risks across all facets of STS's operations and regularly reporting key issues to the Governance Body.
- ❑ **Ethics officer:** this role is responsible for promoting and maintaining a culture of integrity and ethical conduct within STS, including providing guidance and leadership to all employees as well as being the primary reporting tool for any non-compliance or whistleblowers, all of which contribute to STS' commitment to ethical practices and compliance with all policies and codes.

The specific responsibilities of the parties mentioned above, along with those of various stakeholders involved in this management system, are detailed in the **Roles & Responsibilities Document**.



STS has appointed Ms. Rasha Atallah, who reports directly to the CEO, as STS Ethics Officer and she can be reached at:

STS Ethics Office

Ms. Rasha I. Atallah

Shaban's Building

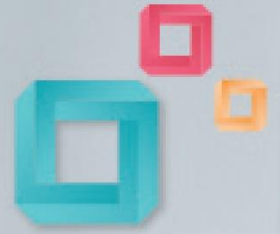
Amman, Jordan - 11195

Or: STS Ethics Response Line: 962 6 5802626 Ext. 1100

Or: STS Ethics Email: ethics@stsarabia.com

The 12 commitments illustrated below are all rooted in our dedication to integrity, forming the foundation of how we conduct our business in the correct manner.





07

Our Code of Conduct



Our Code of Conduct

We are Committed to Preventing Corruption & Bribery

The commitment

STS has zero tolerance towards all forms of corruption. We are committed to refraining from making, authorizing, or indirectly offering bribes or “anything of value” to anyone, with the intention of inappropriately influencing actions or decisions for the purpose of obtaining or maintaining business, or gaining an undue advantage for the company.

It is mandatory for all STS employees to engage in responsible business conduct, contributing to the enhancement of our image as individuals who embody integrity and fair practices. Every employee bears the responsibility of understanding how to identify and avoid any instances of corruption, as outlined in our [Anti-Corruption Policy](#).

What is not acceptable?

Below are some examples of corruption that you must avoid:

- ❑ Giving or receiving gifts against the acceptable standards in our [Gifts, Hospitality, and Entertainment Policy](#).
- ❑ Providing, whether directly or indirectly through a third party, any valuable items to improperly acquire or maintain business, exert influence over business decisions, or gain an unfair advantage in business.
- ❑ Providing charitable and political contribution without getting the proper approvals as per our [Accounting Polices and Processes Manual](#).
- ❑ Generating or utilizing undisclosed or unrecorded funds (off-book funds)
- ❑ Hiring, promoting, or giving benefits to an employee based on personal connections, rather than based on our HR polices.
- ❑ Offering or accepting bribes to public officials in exchange for favours, contracts, or other benefits.
- ❑ Diverting company funds for personal use or for purposes that don't align with the company's objectives.
- ❑ Providing false information or misrepresenting facts in financial reports, contracts, or other official documents to gain advantages.



Need Help or Additional Resources?

You can refer to the [Anti-Corruption Policy](#) for more details about the definition and the requirements of this commitment or you can contact the Ethics Officer.

We are Committed to Avoiding Conflict of Interest

The commitment

We, at STS, are committed to always upholding the highest standards of integrity and transparency. Our unwavering dedication extends to avoiding any situation that could give rise to a conflict of interest. We pledge to prioritize the interests of our organization above personal gains and to diligently disclose and manage any potential conflicts that may arise, ensuring that our actions consistently reflect our company's values and ethical principles.

We will not engage in any activity that would create a conflict of interest between our personal interests (including the interests of our Immediate Families) and the best interests of STS. Any actual or potential conflict of interest between STS and any of its employees is prohibited unless specifically approved in writing by our Ethics Officer.

For purposes of the Code, "Immediate Family" means your spouse, parent, children, siblings, mothers and fathers-in-law, sons- and daughters-in-law, brothers- and sisters-in-law, and anyone (other than domestic employees) who shares your home. This definition does not apply to the use of the term "immediate family" for purposes of medical coverage and other benefit plan purposes.

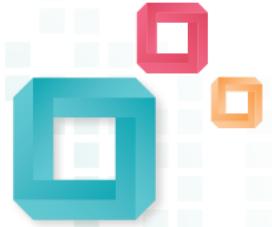
What is not acceptable?

Below are some common situations that can lead to a Conflict of Interest:

- Engaging in personal business during company time or with company resources.
- Disclosing or using confidential information for personal gain.
- Disposing of company assets for personal benefit.
- Accepting loans or gifts that might create obligations to competitors, suppliers, or customers.
- Having significant investments or working for competitors or stakeholders of STS.
- Engaging in outside activities that negatively affect job performance at STS.
- Participating in outside boards, investments, or activities that could influence business decisions.
- Failing to disclose a close personal relationship with a colleague or business partner when it could impact your ability to make unbiased decisions involving that individual.

If you, or a family member, are associated with a company that is connected to your responsibilities at STS, engages in business with STS, its customers, or partners you interact with,





brings potential personal benefits to you, or might give rise to concerns of impropriety, you are required to disclose this using the **Disclosure Form** or by reporting directly to the Ethics Officer.

Need Help or Additional Resources?

Conflicts are not always clear-cut. If you become aware of a conflict, potential conflict, or have a question regarding a potential conflict, you should consult with higher levels of management or the Company's Ethics Officer, and/or follow the [whistleblowing Policy and procedure](#) for reporting any misconduct. Sensitive or difficult questions should be referred to an STS lawyer. You can refer to the [Anti-Corruption Policy](#) for more details about the definition and the requirements of this commitment.

We are Committed to Respecting Our Employees' Relations

The commitment

We, at STS, promote a conscious culture that values accountability and inclusiveness. Our employees are empowered to succeed in a safe, respectful, and diverse environment where discrimination, harassment, and bullying are prohibited.

Our commitments towards employees' relations include:

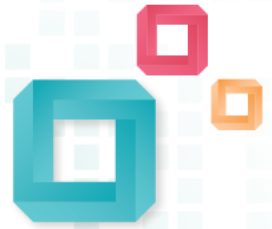
Respect for Employees

STS is committed to respecting human dignity. Trust, respect, and ethical business conduct are essential to achieving and maintaining sound relationships among our employees. Basic to these relationships is the recognition of the personal value and contribution of every employee. At STS, we value the diversity of our employees, and we judge and treat every employee with dignity and respect. In all our employment-related processes, decisions are made irrespective of age, gender, marital status, medical condition, national origin, physical or mental disability, race, religion, color, and citizenship. Finally, harassment is strictly prohibited in STS. Harassment can take many forms such as unwelcome verbal or physical interactions or repeated behaviors that a reasonable person would find objectively offensive.

Prevent Child Labor/Forced Labor

In STS, we strictly prohibit the use of child labor and forced labor in our workplace. It is our policy to maintain a workforce that adheres to ethical standards, respects human rights, and operates within the framework of applicable laws.





Respect the Privacy of our Employees, Former Employees and Job Applicants

We acknowledge and value the privacy rights and interests of our entire employee base. This is achieved by implementing measures to ensure the security and protection of personal information that has been gathered, stored, and utilized. We will share employee information only for business reasons consistent with applicable laws.

Maintain a Safe and Healthy Work Environment

We are committed to maintaining a safe and healthy work environment for all employees. This commitment includes implementing proper safety protocols, promoting well-being, and providing necessary resources to ensure the physical and mental health of our workforce.

Ensure No Substance Abuse

It is not allowed to engage in the use, possession, sale, transfer, manufacturing, distribution, or being under the influence of illegal drugs on property owned or leased by STS, during working hours, while conducting company business, or while using company property.

Respect the Political Process and Comply with Laws Governing Political Contributions

We comply fully with all laws regulating corporate and employee participation in public affairs, subject to the instructions set out below. STS encourages employees to exercise their rights and assume their obligations as citizens. Employees must not, however, be reimbursed by expense accounts or otherwise for such personal contributions.

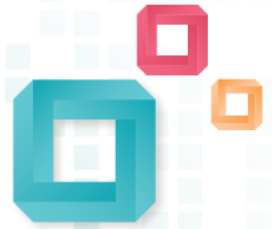
STS has a firm policy against making any form of political contribution.

What is not acceptable?

Below are some examples of strictly prohibited practices inside STS:

- ❑ Creating an unpleasant work environment through unwelcome behaviours based on factors such as sex, race, religion, or other protected characteristics.
- ❑ Treating employees unfairly based on their race, gender, religion, age, or other protected characteristics, violating anti-discrimination laws.
- ❑ Disclose personal information about your colleagues such as phone numbers, email addresses, and reporting hierarchies.
- ❑ Employing workers under the legal working age and violating child labour laws.
- ❑ Engaging with a supplier that utilizes child labour or exhibits inadequate dedication to the prevention of child labour.
- ❑ Failing to provide necessary safety equipment and training leading to increased health risks for employees.





- ❑ Using the company's funds to make a financial contribution to a candidate for public offices.

Need Help or Additional Resources?

All employees are required to adhere to the relevant policies and to promptly report any unsafe conditions, situations, or accidents. Incidents of violence towards individuals or company property must be reported immediately as per whistleblowing policy and Procedure. For additional details, please refer to the Ethics Officer.

We are Committed to Using Our Resources Responsibly

The commitment

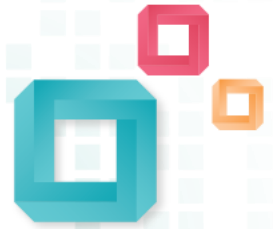
We, at STS, count on everyone's good judgement to safeguard our resources. Everyone is dedicated to responsible and efficiently utilizing the company's resources to ensure their optimal usage and long-term sustainability. In this context, company assets include physical assets such as workspace, along with items such as computers, photocopiers, internet connectivity, and office materials. Additionally, company assets include intangible elements such as STS Brand, along with various electronic documents and files, as well as business communications such as emails, phone calls, Internet usage, and Intranet access.

Company resources should be employed exclusively for advancing company goals and objectives. We at STS acknowledge that there might be instances when employees require access to STS resources for personal use. Limited utilization of company assets for individual purposes is acceptable, within reasonable bounds, if it doesn't undermine the company's interests or have a negative impact on job performance, whether yours or that of your colleagues.

STS reserves the right to monitor the use of its Internet resources and electronic communications and to investigate potential improprieties. Users have no expectation of privacy in their use of STS communications systems beyond that required by law.

STS reserves the right to filter Internet content that it considers offensive or inappropriate. All use of Internet access and electronic communications will be in accordance with applicable laws, regulations, and STS policies.





What is not acceptable?

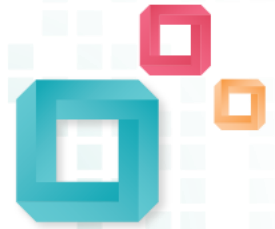
Below are some common examples of failure to use the company's resources responsibly:

- ❑ Taking or borrowing STS resources from company premises without proper authorization.
- ❑ Employing STS resources to assist personal entrepreneurial endeavours, consulting initiatives, or external fundraising undertakings.
- ❑ Using STS branding and copyrighted materials like documentation, graphics, images, videos, audio recordings, and software for personal benefits.
- ❑ Engaging in actions like accessing, distributing, downloading, or uploading content that is forbidden by law or safeguarded by third-party copyright without proper authorization from the owner. This can include copyright, trade secret, patent, or other intellectual property rights.
- ❑ Generating material that includes inappropriate language or disrespectful comments regarding aspects like race, gender, age, religion, or anything that might reflect negatively on STS.
- ❑ Reveal company confidential information via social media networks or otherwise.
- ❑ Threaten, deceive, defraud, harass, defame, intimidate, or offend others or otherwise violate the privacy of any person.
- ❑ Attempt to gain illegal access to another computer network or system.
- ❑ Create, execute, store, or knowingly propagate non-approved files, such as viruses, worms, password capturing programs, Trojan horses, etc.
- ❑ Intentionally disrupt or disable STS resources nor prevent other authorized users from using these resources.\
- ❑ Send chain letters, unauthorized solicitations, or advertisements.
- ❑ Distribute STS business e-mail addresses of other employees for non-business purposes such as subscribing to private bulletin boards, shopping sites and any other non-business sites.
- ❑ Access pornography, gambling ventures, non-business-related chat rooms or message boards.

Need Help or Additional Resources?

If you become aware of the loss or improper use of any property, you should inform your manager, supervisor, another designated STS representative, or reach out to the Ethics Office or to the one of the whistleblowing channels as per the [whistleblowing policy and Procedure](#).





We are committed to Adhering to the Relevant Laws Concerning Health, Safety, Security, and the Environment

The commitment

We, at STS, have a dedicated commitment to safeguarding the environment, the well-being of our employees, families, communities, and the public. This is achieved by adhering to all relevant laws and consistently enhancing our performance in environmental, health, and safety areas.

In alignment with STS environmental and Health & Safety standards, each facility owned and operated by STS must exhibit adherence to all public health and environmental regulations relevant to its operations, consistently in line with the applicable laws.

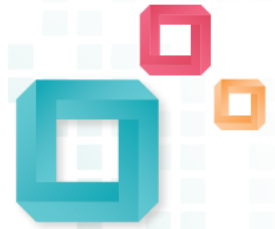
We prioritize the well-being of our employees, stakeholders, and the communities we operate in, ensuring a safe and secure environment for everyone.

What is not acceptable?

Below are some examples of activities that run counter to our commitment:

- ❑ Participate in activities that pose risks to safety or the environment.
- ❑ Undertake tasks for which you believe you lack proper training, and that could result in harm to you, others, or the environment.
- ❑ Disabling security systems, such as alarms or surveillance cameras, compromising the safety of employees and the security of company premises.
- ❑ Failing to have proper emergency response plans in place for potential incidents, putting employees and communities at risk during crises.
- ❑ Disposing of hazardous waste improperly or releasing pollutants into the environment, disregarding environmental regulations, and endangering local communities. Hazards waste can include:
 - ❑ Discarded computers, laptops, monitors, printers, and other electronic devices which contain hazardous materials like lead, mercury, and cadmium.
 - ❑ Used batteries from laptops, smartphones, and other electronic devices.
 - ❑ Printer toner cartridges and inkjet cartridges.
 - ❑ Printed circuit boards in electronics which can contain hazardous materials like lead, mercury, and brominated flame retardants.
 - ❑ Cleaning agents and solvents that are used for maintaining IT equipment.
 - ❑ Disposing of CDs, DVDs, and other storage media improperly.





Need Help or Additional Resources?

To learn further about the well-being and safety of our employees, feel free to contact our safety officer, Mohammad Khawaldeh at:
Mohammad.Al-Khawaldeh@stсарabia.com
Mobile Number: +962772262334
Additionally, for additional details about this commitment, you can get in touch with our Ethics Officer.

We are Committed to Adhering to the Relevant Laws and Regulations for Transnational Business

The commitment

We at STS believe that adhering to the relevant laws and regulations for transnational business is essential to ensure ethical and compliant operations across the diverse markets we operate in. By upholding these legal standards, STS establishes a foundation of trust with partners, customers, and stakeholders. This commitment not only safeguards our reputation but also minimizes legal risks and potential financial penalties. Moreover, adhering to laws and regulations promotes sustainable and responsible business practices, contributing to long-term success and positive social impact in the global arena.

This commitment entails our compliance with the following:

We comply with all Import Control Laws

It is STS's policy to comply with all laws and regulations that apply to its imports into any country in which we operate and import materials into. In addition to STS Logistics and Accounting Departments, it is the responsibility of every business unit to implement and maintain the necessary internal controls for import compliance, exercise reasonable care in all import activities and make best efforts to assure appropriate personnel understand and comply with all import laws of the relative country.

Import laws govern many aspects of our imports, including admissibility of imports, classification and valuation for duty purposes, country of origin marking, environmental reporting, security, eligibility for special preference programs (e.g., Security clearance on some communication devices by the Local Telecommunication Regulatory Commission or by the US Customs Security Clearance), and retention records.





STS is committed to strict compliance with all import laws and regulations and expects all employees to implement this commitment in STS's business operations. Implementation will be achieved through organizational commitment, allocation of sufficient human and capital resources, and appropriate oversight and corrective actions.

STS is also committed to all aspects of its Vendors and Suppliers who are mandated by their country's Customs Trade Partnership Against Terrorism, under which STS has committed to ensure the safety and security of all imports from the point of origin to the point of destination and to corresponding programs in other jurisdictions.

We Comply with All Export Control Laws

Many of STS's Vendors, Partners and Suppliers are originating from the United States and are mandated to comply with laws and regulations that restrict exports of certain products, services, and technologies to certain countries or buyers (Boycott). STS honors these Vendors boycotts and will ensure that the items they import from the vendors are lawfully exported and are sold to the country and individual to whom they are intended.

In practice, the boycott that most commonly presents problems is the Secondary boycott where a dealing with a company that deals with a boycott country is in question. For STS' own generated products or Services, we do not participate in or Comply with Secondary Boycotts that are against the Local Government's Policy, Including the US or the EU Boycott of some Arab Countries or Middle Eastern Countries. We also do not comply with Secondary Boycott of dealing with companies that deal with a direct boycott country of our Vendors.

The laws governing foreign boycotts are complex, and requests for compliance with a foreign boycott or certification of compliance must be reported even if compliance with the foreign boycott is permitted by law.

To comply with these laws, every group, division, and operation must ensure that international sales, order entry, traffic, documentation, and credit personnel – who are likely to encounter requests for compliance with foreign boycotts – are instructed about how to comply with these laws and that they follow STS's procedures relating to these laws.

We comply with Anti-Money Laundering Laws

STS is committed to actively participating in global efforts to combat money laundering, terrorist financing, and criminal activities, reflecting the company's legal responsibilities across various jurisdictions. Money laundering refers to the process of making illegally obtained funds, which are often derived from criminal activities such as drug trafficking, corruption, fraud, or organized crime, appear legitimate and clean by channeling them through a complex sequence of financial transactions.





Every employee in STS should be alert to any unlawful financial transactions involving customers or suppliers with the intention of engaging in money laundering.

We comply with Antitrust and Competition Laws

Antitrust and competition laws are essential for maintaining a healthy marketplace. They promote competition, offering consumers more choices and lower prices. These laws worldwide prohibit business practices that diminish competition. They forbid agreements among competitors on pricing, customer divisions, or market sharing. These laws also address issues like exclusive deals, bundling, pricing below cost, preventing reseller discounts, setting minimum resale prices, and discriminatory practices. Serious violations, particularly price-fixing agreements between competitors, can lead to criminal penalties for companies and individuals, including fines and imprisonment. Other violations may result in hefty fines, damage, reputational harm, and government oversight.

STS is firmly committed to fair competition and strict compliance with these laws in all countries of operation. Our dedication lies in surpassing competitors through lawful and ethical means. When discussing competitors' offers, it's crucial to provide accurate and honest insights. Furthermore, acquiring competitive intelligence should be through legitimate channels, adhering to antitrust and competition regulations.

We comply to dealing Lawfully and Fairly in Government Procurement

We conduct business with the governments of the countries in which we operate in accordance with high ethical standards. We recognize a special obligation to safeguard and preserve the goodwill and trust of those governments, their customers, and their taxpayers. Although fundamental principles of honesty are constants in all of STS's businesses, a business that serves governments has additional requirements regarding the appearance and documentation of fairness and integrity.

In addition to complying with applicable law and with the Code, we vigorously seek to control costs in accordance with local government procurement standards and regulations to obtain items for government contracts of appropriate quality at the best possible price.

What is not acceptable?

Ensuring a clear understanding of individual roles within STS is vital to uphold ethical operations aligned with pertinent laws and regulations. The following examples are not allowed in the context of Transnational Business:



- ❑ Breaking internal controls for import compliance or neglecting care during imports, such as missing documentation or inaccurate valuation.
- ❑ Exporting restricted items to prohibited destinations or buyers against export laws.
- ❑ Intentionally facilitating money laundering through financial transactions with customers or suppliers.
- ❑ Engaging in anti-competitive practices like price-fixing or market sharing with competitors.
- ❑ Participating in unethical actions while dealing with government entities, like bribery or manipulation.

Need Help or Additional Resources?

To learn more about our endorsed procedures concerning procurement and financial controls, you can refer to the [Procurement Polices and Processes](#) and the [Accounting Polices and Processes Manual](#). Alternatively, feel free to consult the Ethics Officer for additional clarification on any unclear aspects.

We are Committed to Safeguarding Our Relationships with Customers

The commitment

STS' mission is to leverage our leadership position as a Technology Provider in MENA to deliver innovative Organizational Transformation Solutions, while maintaining its core principles of Excellence, Commitment, and Integrity.

STS is proudly serving more than 1000 customers with innovative solutions, impeccable service, and uncompromising quality. For this purpose, our primary objective is to become our customers' most valued supplier. We are committed to achieving this objective by providing products and services that best meet customer needs and doing so in a manner that creates a lasting bond of cooperation and trust.

We always treat customers fairly and honestly in a manner that conforms to all applicable laws and is consistent with good business practice. We do not make false or misleading remarks about other companies or their employees or products, including our competitors.

We conduct business with high regard for the health and safety of those using our products and services. This regard assures safety and strengthens the bond between STS and our customers.



Each employee plays a critical role in ensuring the quality and safety of STS products, from design through implementation, ongoing improvements, and customer support.

Our dedication to safeguarding our customer relationships drives us to continuously improve, to anticipate their evolving needs, and to provide unparalleled value. By prioritizing our customers and fostering strong, lasting bonds, we not only strengthen our own reputation but also contribute to the success and growth of our clients. This commitment is a translation of one of our main values, which is Customer Centricity, reflecting our unwavering dedication to forging meaningful, long-lasting partnerships that benefit both our clients and our organization.

What is not acceptable?

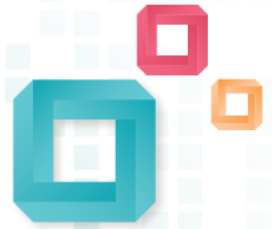
It is mandatory for all STS employees to maintain ethical and transparent interactions with customers, cultivating lasting relationships built on trust and mutual respect. The following are examples of strictly prohibited actions:

- ❑ Providing false information about the capabilities or features of our products or services, leading customers to make decisions based on inaccurate data.
- ❑ Overcharging Customers or manipulating pricing terms in a way that is not transparent or in line with industry standards.
- ❑ Ignoring customer feedback, concerns, or requests, demonstrating a lack of responsiveness and customer-centricity.
- ❑ Prioritizing personal or company interests over the best interests of the customer, compromising the objectivity of our recommendations or solutions.
- ❑ Engaging in disrespectful or hostile behaviour towards customers, damaging the trust and reputation of our organization.
- ❑ Sharing sensitive customer information without proper authorization, violating their privacy and trust.
- ❑ Failing to provide appropriate post-sales support to which we are contractually obligated or not addressing customer issues and complaints promptly and effectively.

Need Help or Additional Resources?

If you require further guidance on ethical interactions with customers or need to report any violations, please reach out to your manager, or use the designated ethics reporting channel, as per our [whistleblowing policy](#) and Procedure.





We are Committed to Building Strong Relationships with our Suppliers and Contractors

The commitment

We, at STS, are committed to establishing strong and mutually beneficial relationships with our suppliers and contractors. Our commitment to these partnerships is rooted in transparency, collaboration, and the highest standards of ethical and professional conduct.

We seek to maintain our reputation as a dependable customer by being equitable and reliable in dealings with suppliers and contractors.

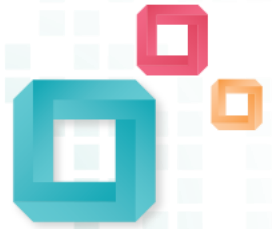
Building strong relationships with our suppliers and contractors is of paramount importance to our company. We recognize that these relationships are the cornerstone of our ability to deliver high-quality solutions and products to our clients. A robust network of trusted partners ensures that we have access to the latest technologies, expertise, and resources needed to stay competitive in a rapidly evolving industry.

We believe in fostering open and transparent communication with our suppliers and contractors, treating them with respect, and ensuring fair and ethical business practices. This not only promotes collaboration but also enables us to better understand their capabilities and limitations, leading to more effective project planning and execution.

By prioritizing strong relationships based on trust, mutual benefit, and shared values, we not only enhance the quality of our offerings but also contribute to a positive and sustainable ecosystem that benefits all stakeholders involved. This commitment to building and nurturing these relationships is a fundamental part of our code of conduct, reflecting our dedication to excellence, integrity, and long-term success.

Likewise, we expect our suppliers to share our commitments and to producing safe and high-quality products. We expect them also to conduct themselves in an ethical and responsible manner that supports the protection of and respect for human dignity in their workplaces and is consistent with STS's standards.





What is not acceptable?

To ensure that our relationships with suppliers and vendors remain strong, ethical, and mutually beneficial, all employees are requested to adhere to our code of conduct and avoid these situations:

- ❑ Sharing sensitive information with suppliers or vendors without proper authorization, potentially compromising the confidentiality of our proprietary data or that of our clients.
- ❑ Discriminating against suppliers or vendors based on factors such as race, gender, nationality, or any other protected characteristic, which goes against our commitment to diversity and inclusion.
- ❑ Offering or accepting bribes, kickbacks, or other forms of illicit incentives to influence procurement decisions or gain an unfair advantage.
- ❑ Engaging in business transactions with suppliers or vendors where there is a personal or financial interest, creating a conflict that could compromise the impartiality of our decisions.
- ❑ Encouraging suppliers or vendors to engage in unethical practices, such as providing substandard materials or services, violating labour standards, or breaching environmental regulations.
- ❑ Withholding information from suppliers or vendors that may impact their ability to fulfil their commitments effectively, leading to misunderstandings and potential project disruptions.
- ❑ Engaging in disrespectful or abusive behaviour when dealing with suppliers or vendors.
- ❑ Using information obtained from suppliers or vendors for personal gain or to the detriment of their interests.
- ❑ Ignoring legitimate concerns raised by suppliers or vendors, such as payment disputes or quality issues, instead of promptly addressing and resolving these matters in a fair and transparent manner.

Need Help or Additional Resources?

Whenever you need more information or further details about your job with a supplier or a contractor, please reach out to your manager to ensure you have the necessary clarity and guidance. Moreover, our [Procurement Polices and Processes](#) and [Accounting Polices and Processes Manual](#) can provide you with greater insights into our authorized procedures in this matter.





If you witness or suspect any violations of our code of conduct in our interactions with our suppliers and contractors, please promptly report these concerns to your supervisor or to the Ethics Officer as per our [whistleblowing policy and Procedure](#) so that appropriate action may be taken to address the issue.

We are committed to Being Accountable when Dealing with Gifts, Travel, and Entertainment

The commitment

We, at STS, encourage employees to establish relationships with customers, partners, service providers, vendors, and suppliers, which may involve providing meals, gifts, and entertainment. However, we are committed to ensuring that our offerings remain ethical.

All gifts, Entertainment, and similar benefits must be done as per our [Gifts, Entertainment, and Similar Benefits Policy](#) and [Customer Travel Policy](#)

What is not acceptable?

Below are some examples of unacceptable actions:

- Providing money, gift cards, or similar cash alternatives.
- Giving or accepting anything of excessive value that exceed the policy's limits.
- Giving anything of value to a government official without prior approval.
- Using a third-party to give gifts on our behalf.
- Providing corporate sponsorships or giveaways/promotions without obtaining prior authorization.
- Using company funds to pay for extravagant or personal entertainment expenses that are not related to business purposes.
- Failing to accurately report entertainment expenses or deliberately hiding personal expenses under the guise of business-related activities.
- Making travel arrangements that are not in line with the policy's guidelines.
- Using company funds for personal travel or extending a business trip for personal reasons without proper reimbursement or approval.





- ❑ Failing to report gifts and entertainment received from vendors, clients, or partners as required by the policy.

Need Help or Additional Resources?

Compliance with STS policies and relevant laws, transparency, and avoidance of unethical appearance is crucial when giving or receiving items of value. The [Gifts, Travel, and Entertainment \(GTE\) Policy](#) should be consulted for guidance on appropriateness, reasonable value, and necessary approvals.

Furthermore, for comprehensive information regarding travel within STS, please refer to our [travel policy](#).

We are Committed to Building Trust with Data

The commitment

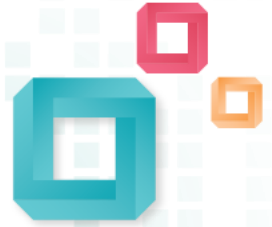
As a leading ICT and digital transformation solutions provider, we bear the responsibility of safeguarding the secrecy, soundness, and accessibility of sensitive, personal, and exclusive data, regardless of whether it pertains to STS, our employees, customers, vendors, partners, or others with whom we do business. Additionally, we are entrusted with the duty of processing and securing data in compliance with global privacy and security mandates, protocols, and rules.

STS possesses valuable confidential information that has been developed over many years at considerable expense. This information includes proprietary information and trade secrets, such as sales, financial, scientific, economic, or engineering information, customer lists, marketing plans, technical plans, formulas, methods, techniques, processes, procedures, programs, and codes – regardless of how such information is stored, compiled, or memorialized – for which STS is committed to stay transparent, fair, and accountable.

Our commitment to building trust with data includes:

Commitment to implementing the highest standards of information security and sustaining ISO 27001





STS has established and maintains security protocols and measures on all electronic and computational devices utilized for STS operations or network engagement, regardless of ownership (whether STS-owned, leased by STS, an employee, or a third party). Additionally, STS is certified ISO 27001, which is a widely recognized international standard for information security management systems (ISMS) which demonstrates the company's commitment to maintaining a robust information security framework.

Comply with relevant laws and regulations and align with industry the best practices in the industry.

At STS, we are committed to upholding the highest standards of integrity, transparency, and responsibility in our use of data. We recognize that data is an asset that requires diligent protection and ethical handling. Our commitment to building trust with data is unwavering. We strive to collect, process, store, and share data in a manner that respects individual privacy, complies with relevant laws and regulations, and aligns with industry's best practices. We pledge to handle data with the utmost care, ensuring its accuracy, confidentiality, and availability. By fostering a culture of responsible data management, we aim to not only meet legal and ethical requirements but also to establish enduring relationships with our stakeholders based on trust, accountability, and responsible data stewardship.

Protecting the confidentiality of the information of STS and Others

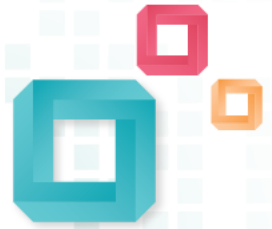
We are committed to protecting the confidentiality of the information of others as carefully as we protect STS' physical and other property. We routinely take precautions to keep any information from being disclosed. Apart from adhering to relevant legal obligations and internal STS security and privacy protocols, we are obligated to uphold various agreements concerning security and privacy. These agreements might encompass non-disclosure terms and contractual confidentiality stipulations that customers and other external parties impose on STS. Prior to sharing data with third parties, employees must have authorization and disclose only essential information for fulfilling legitimate business requirements. Our obligation to protect confidential information extends to social media networking. STS employees should follow the same procedures for protecting confidential company information when engaging in any social networking activities.

Gathering Business Information Ethically and Lawfully

As part of the daily execution of our business, we gather intelligence about competitors, suppliers, and customers in ethical and lawful ways. Most useful information is commonly and legally available from public sources, history of government bidding data and public announcement of bids awarded and details. We collect only the data that serves a legitimate purpose and is directly relevant to our business operations, while respecting the rights and interests of those involved.

In seeking information from non-public sources, we act with honesty and integrity, and we do not seek, obtain, or use any information if it violates any applicable laws, including, without





limitation, trade secret or other confidential information laws, and laws relating to confidential relationships between employers and employees.

We protect confidential information provided on a confidential basis by others to STS by handling such information with the highest level of care and discretion, applying the highest security controls to protect confidential information from being disclosed, and following procedures described in agreements relating to the information.

We will not improperly take confidential information from others. Individuals and companies who improperly disclose confidential information are subject to lawsuits for damages and injunctions as well as being subject to all penalties described in the legally binding non-disclosure agreements.

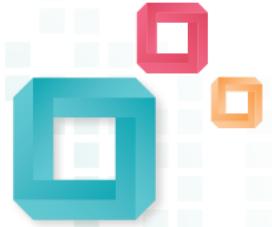
We do not accept or misdirect communications or electronic documents not meant for us. Any receipt of such communications that appears to be in error and contains proprietary or sensitive information, such as a competitor's marketing plans or client's requirements, should be reported to your supervisor and, in the case of electronic communications, to the IT department so that any appropriate action can be taken.

What is not acceptable?

Below are some actions that undermine the principles of data protection, security, and privacy, which are essential to maintaining trust and integrity within an organization and with stakeholders:

- ❑ Attempting to access or accessing confidential data without proper authorization, whether it's customer information, sensitive company data, or personal records.
- ❑ Intentionally hiding or failing to report a data breach or security incident that puts sensitive information at risk.
- ❑ Ignoring established security protocols, such as using weak passwords, sharing login credentials, or bypassing multifactor authentication measures.
- ❑ Stealing sensitive data, including client databases, intellectual property, or financial records, for personal or malicious purposes.
- ❑ Neglecting to encrypt sensitive data when it's required by policy or when transferring it across insecure channels, leaving the data vulnerable to interception.
- ❑ Sharing confidential information with external parties, such as vendors or competitors, without proper authorization or a legitimate business need.
- ❑ Modifying or altering data without proper authorization or for malicious purposes, which could lead to inaccurate records or false information.





- ❑ Copying sensitive data without permission, especially when such actions are not necessary for job responsibilities.
- ❑ Intentionally spreading malware, viruses, or other malicious software that can compromise data integrity or lead to security breaches.
- ❑ Discarding sensitive information or hardware without proper data wiping, shredding, or erasure, leaving data accessible to unauthorized individuals.
- ❑ Transferring sensitive data to personal devices or cloud services that are not approved for data storage or don't meet security requirements.
- ❑ Disregarding local or international privacy laws and regulations when handling personal or confidential data.

Need Help or Additional Resources?

If you become aware of any scenario in which sensitive data could be misplaced, stolen, breached, or mishandled, encompassing instances of unauthorized access attempts, whether successful or not, you must report it immediately to the Ethics Officer.

We are Committed to Managing Our Records Properly

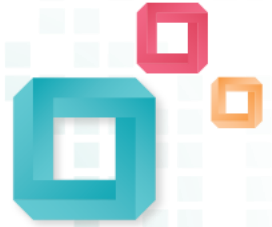
The commitment

We, at STS, are fully committed to effectively managing business records. We strive to maintain transparency, accountability, and compliance in our record management practices, contributing to the overall effectiveness and trustworthiness of our company. This commitment applies to all employees as well as anyone we do business with, including suppliers, contractors or any third party.

Business records encompass all documents or communications, whether in physical or digital format, that are upheld during business operations. These may include emails, project outlines, purchase orders, or contracts. Employees handling extensively regulated records, such as personnel records, market research data, tax documents, or information submitted to government bodies, bear a heightened responsibility to grasp and comply with all stipulated records management protocols.

To operate effectively and efficiently, records must be managed properly. Documents needed for ongoing business or required by law must be retained, while all other documents should be





discarded. If excess records are not discarded, the costs and distraction of records maintenance escalate continually.

Business documents, as well as people's information, should be discarded on an ongoing basis as they are no longer needed, and a general review of documents as to whether they are still needed is to be conducted at least once per year. In general, no document should be retained for more than two years unless it is needed for ongoing business, or a law requires its retention.

What is not acceptable?

Below are some common examples of violations of our commitment to managing our records properly:

- ❑ Failing to adhere to the relevant procedures for handling business records, including tasks like storage, distribution, retention, or disposal of documents, as outlined in the [Records Management and Retention Policy](#), or as mandated by law.
- ❑ Failing to restrict the access of sensitive records solely to authorized personnel, which could lead to unauthorized access and potential data breaches.
- ❑ Failing to offer a secure and controlled storage medium, whether physical or digital, to safeguard against potential damage, loss, or theft.
- ❑ Falsifying records for personal benefit, such as inflating expenses, altering sales figures, or misrepresenting performance metrics.
- ❑ Not documenting important business transactions, which can lead to misunderstandings, disputes, and legal liabilities.
- ❑ Carelessly storing records in a disorganized manner, making it difficult to locate essential information when needed.
- ❑ Making changes to official records without proper authorization or documentation, which can lead to inaccuracies and loss of transparency.

Need Help or Additional Resources?

You can refer to the [Records Management & Retention Policy](#) for more details about the definition and the requirements of this commitment.





Those who are unsure about the need to keep documents should consult with their records administrator or supervisor, so that a judgment can be made as to the likelihood that the documents will be needed.

We are Committed to Keeping our Company's Financial Records Full, Fair, Accurate, and Making Timely Disclosures

The commitment

As members of the STS team, it is our collective duty to foster honesty across the company, carrying responsibilities to both internal and external stakeholders. This encompasses understanding and following internal financial and accounting regulations. The prompt, precise management, and disclosure of financial details are not solely legal obligations, but they also form the essence of our dedication to conducting business with integrity and ethical principles.

We make full, fair, accurate, timely and understandable disclosures in reports that STS files under applicable laws, rules, and regulations and in other public communications. Dishonest reporting, both inside and outside the company, will not be tolerated. This includes reporting or organizing information to mislead or misinform. No entry will be made on the company's books and records that intentionally hide or disguise the true nature of any transaction.

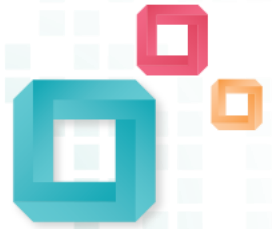
STS has adopted controls to ensure the safeguarding of STS assets and the accuracy of its financial records and reports in accordance with International Financial Reporting Standards and requirements of applicable laws and regulations. These established accounting practices and procedures must be followed to ensure a complete and accurate recording of all transactions. All employees, within their area of responsibility, are expected to adhere to these procedures, as directed by the Finance department.

No employee may interfere with or seek to improperly influence, directly or indirectly, the auditing of STS's financial records. Violation of these provisions shall result in disciplinary action up to and including termination and may also subject the violator to substantial civil and criminal liability.

Our obligation to record and report information accurately and honestly also applies to the accurate reporting of time worked, business expenses incurred and other business-related activities.

Our commitment to accurate and ethical financial records incorporates:





Self-accountability

All STS employees are personally responsible for any company-related funds that they control or spend. Company funds must only be used for STS business purposes. Every employee must ensure we receive good value and maintain accurate and timely records for each expense. This includes anything purchased from our expenses managed through third parties on behalf of STS.

Adherence to STS expenses reporting policies.

STS employees must adhere to [the Accounting Policies and Processes Manual](#) and associated policies like [Gifts, Travel, Entertainment, and Procurement Policies and Processes](#). They must submit business expenses following approved practices, accurately categorize them, provide valid receipts, and do so promptly. Any misrepresentation of business transactions or creation of false documents, such as unauthorized or non-business expenses, is strictly forbidden.

Expenses must be settled promptly when incurred.

Invoices should be documented and included in the month when the services were provided. Similarly, accruals must be established in the period when goods or services are received. Any efforts to redistribute unused budget across months might lead to a situation where funds are inaccurately accounted for, which is strictly forbidden.

Off-Book or “Parked” Funds

STS must maintain accurate and comprehensive financial records to reflect its transactions and financial status appropriately. Off-book funds refer to any funds that are inappropriately established or kept in accounts outside of STS, where the utilization of these funds remains under the direction of STS employees without the necessary transparency, authorization, documented terms and conditions, and proper accounting treatment in accordance with the company's policies.

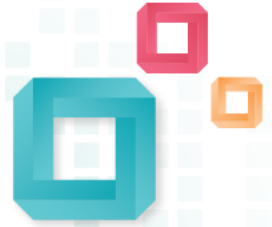
Engaging in the creation, retention, or utilization of off-book funds, as well as any efforts to evade or manipulate processes, systems, or data related to these funds, are considered grave policy violations. It's important to note that the use of off-book funds for business expenses is also a policy violation.

Discounting Practices

STS has a strict discount policy to protect its profit margins and viability of its vendor partners' products. It is STS policy not to encourage or allow any “cherry picking” while promoting or selling any product. STS built its trust reputation with its clients by always providing the best technical and financial solutions that best address those clients' needs regardless of discount levels. Furthermore, STS Discounts are provided on a clear scale and are authorized only by the GM of Sales. Any deviation of such scale or normality must be approved by the CEO and Chairman of the Board and to be fully justified.

Product Diversion





It is STS policy not to divert any products from its original vendor. STS is committed to protecting the interests of its vendor partners by selling genuine and brand-new products obtained through official channels with our vendors. STS does not purchase any products from grey markets, nor does it promote any such actions during the bidding process as it recognizes the unfair competition such actions may cause and that it is detrimental to the benefit of both STS and its vendor partners.

STS may at very limited times and for its spare parts operation and support services may obtain items from local markets to fulfil urgent Service Level Agreement obligations and avoid penalties. This is done under the full knowledge of the client to avoid critical service interruptions.

What is not acceptable?

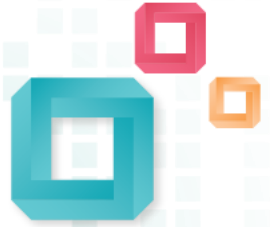
To have a robust code of conduct and clear policies in place, the below are considered as violations and strictly prohibited.

- ❑ Gaining unauthorized access to financial systems or sensitive financial data, potentially leading to misuse or manipulation of financial information.
- ❑ Submitting inflated or fictitious expenses for reimbursement, misrepresenting legitimate business expenses, such as travel or equipment purchases.
- ❑ Accessing confidential financial information and using them for personal stock trading.
- ❑ Failing to report financial irregularities or potential fraud to the appropriate channels within the company.
- ❑ Intentionally bypassing the established financial controls, such as budget approvals, to expedite a project without proper oversight.
- ❑ Neglecting to implement adequate measures to prevent a data breach, resulting in the exposure of sensitive financial information and potential financial losses for both the company and its clients.

Need Help or Additional Resources?

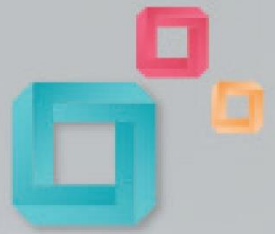
Should you observe any inaccuracies in a company record or any deviation from our internal control procedures, please adhere to [the whistleblowing policy and Procedure](#) and promptly report the issue.





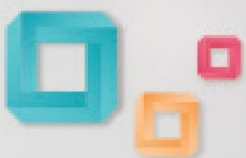
For additional details about our financial controls, please refer to the [Accounting Policies and Processes Manual](#).

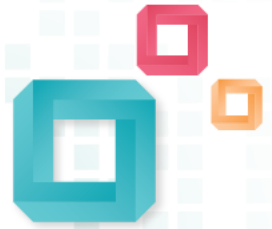




08

Ethical Conduct and Reporting





Ethical Conduct and Reporting

STS believes that it is everyone's duty to foster a mindful culture and raise any concerns when we observe or suspect actions that could adversely affect fellow employees or the company. We all share the responsibility of promptly reporting anything that we believe might be a violation to this code of conduct.

If an employee encounters a situation that seems off or uncomfortable, we strongly encourage him/her to report it to the Ethics Officer.

In such situations, ask yourself:

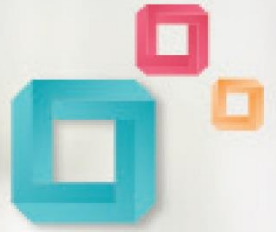
- Is this legal and within the bounds of the law?
- Does this align with STS' policies and procedures?
- Does this resonate with STS' culture and principles?
- Could this damage STS' reputation or undermine our credibility?
- Would this present STS negatively in a news headline?

If you answer yes to any of the above questions, then moving forward is probably not appropriate. You need to stop and seek guidance from the Ethics Officer.

The role of the ethics officer is to assess STS' overall compliance with applicable law and the Code, oversee the compliance training program, and consider the appropriate response to significant compliance matters and legal developments.

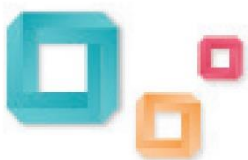
We trust in your ability to make sound decisions and encourage you to seek assistance whenever you encounter questions or concerns not covered by the code of conduct. STS will treat any information that will be received in a confidential manner and will ensure that no acts of retribution or retaliation will be taken against anyone for making a report in good faith.

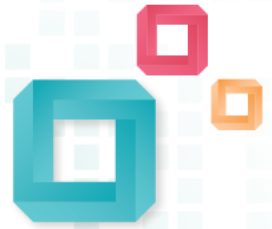




09

Roles and Responsibilities



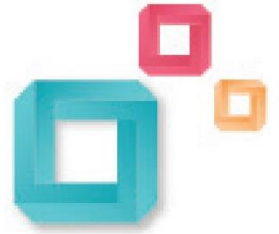


Roles and Responsibilities

This section details the specific responsibilities of creating and implementing this policy as per the following:

- ❑ **Owner of the document:** Digital Transformation & Compliance Department
- ❑ **Document Review & Update:** Governance Body
- ❑ **Document Implementation and Application:** All STS Employees and business associates working with STS.

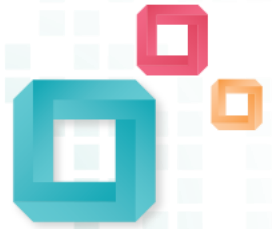




10

Commitments

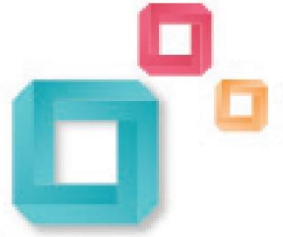




Commitments

- ❑ The Governance Body is responsible for ensuring that STS regularly adheres to this code of conduct.
- ❑ All employees of STS and business associates working with STS must adhere to this code of conduct.
- ❑ Any violation of this code of conduct may subject the violator to a disciplinary action according to the procedures followed at STS.





11

Regular Review





Regular Review

The mentioned code of conduct is reviewed annually or in the event of changes in the relevant legislative and regulatory requirements issued by the related legislative and regulatory authorities operating in Jordan, which may apply to STS.

