

# Ritmus Code of Conduct



## **We connect you to your customers**

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in a whole new way with cloud technologies.

### **Ritmus Compliance Team**

**Ahmet Sezer – CEO (Turkey) / [ahmet.sezer@ritmus.com](mailto:ahmet.sezer@ritmus.com)**

**Niko Fenerli – PMO / [niko.fenerli@ritmus.com](mailto:niko.fenerli@ritmus.com)**

**Duygu Bilen -VP Sales & Marketing / [duygu.bilen@ritmus.com](mailto:duygu.bilen@ritmus.com)**

**Elmira Javadova -General Director (Azerbaijan) / [elmira.javadova@ritmus.com](mailto:elmira.javadova@ritmus.com)**

**Mehmet Oral – Legal / [mehmet.oral@ritmus.com](mailto:mehmet.oral@ritmus.com)**

**Unver Soykam – CTO / [unver.soykam@ritmus.com](mailto:unver.soykam@ritmus.com)**

## **I. INTRODUCTION**

*Dear Partners and Customers:*

*At Ritmus Company, we act with integrity in all that we do. We expect the Company, and those acting on our behalf, including members of the Ritmus, to uphold the highest standards of ethical and transparent business practices and comply with all applicable laws and regulations.*

*The primary objective of this document is to enable Ritmus to support, commit to understanding, and adopt the highest standards of ethical and transparent business practices.*

*The principles of the Code apply to everyone in the Ritmus, regardless of job function, location or seniority. Please read the Code carefully and thoroughly, and feel free to ask questions about anything you read.*

*Best Regards,*

*Ritmus Compliance Team*

## II. APPLICABILITY

The Ritmus Code applies to all Companies, their Officers, Directors, and their employees, Partners who service Ritmus clients either directly or indirectly.

All Ritmus Employees are expected to uphold this Code.

## III. CONSEQUENCES OF FAILURE TO COMPLY

Should a violation of any aspect of the Code become known to Ritmus Company, we reserve the right to take corrective action up to and including the termination of our business relationship. Corrective actions may include the disqualification of a Company's Employee's eligibility to service Ritmus or Ritmus clients.

## IV. SHARED RESPONSIBILITIES

- **Read Thoroughly and Comply:** Ritmus Employees are expected to read, understand and comply with the Code.
- **Seek Guidance:** We must all conduct business in accordance with all applicable laws and regulations at all times. If you find yourself in a situation where your Code of Conduct and/or applicable laws or regulations are in conflict, you are expected to comply with the more stringent standard. If you are unsure which rule to follow, seek guidance from your internal legal department, or the head of the Company.
- **Speak Up:** If you know of or suspect a violation of the code, and/or applicable law or regulation, you must promptly report your concerns to the [Ritmus Compliance Team](#).
- **Making Reports:** If you need to ask for help or voice a concern relating to the Code, or other matters relating to Ritmus, you are always welcome to contact the [Ritmus Compliance Team](#) anytime. The Company will investigate employee concerns and when appropriate will take steps to remedy the situation. Reports of misconduct will be treated confidentially, to the extent allowed by applicable law. The Company will take appropriate action to ensure that the rights of individuals to file complaints will be respected and not interfered with in any manner.
- **No Retaliation:** Ritmus will not tolerate retaliation against any individual who in good faith reports a concern or a violation of the Code. "Good faith" means the individual has provided all the information he or she has and believes the information to be true. Ritmus must not permit retaliation against an individual due to his or her participation in an investigation of a report or if the individual is otherwise closely related to someone who has made a report.
- **Training:** Ritmus provides annual training on important compliance matters, such as: Privacy, Information Security, and Anti-Bribery & Anti-Corruption. All Ritmus Employees are required to timely take the training as assigned.
- **Confirmation and Disclosures:** You are required to read and comply with the Code. The Code includes several provisions that require you to disclose certain events or circumstances, if applicable. You are required to submit any required Disclosures, as well as updates to your Disclosures if/when changes to the relevant personal circumstances occur.

## V. RITMUS VALUES

**The Code reflects RITMUS's Corporate Values:  
People. Passion. Progress.**

**PEOPLE:** We care for and respect each other, show appreciation, and have fun. We're here for our customers and employees every step of the way. We work hard and deliver on our commitments so that our customers trust us.

**PASSION:** We're energized and proud to work for Ritmus. We know that working together as one team is the only way to win. Trust, integrity, and authenticity are at the heart of everything we do.

**PROGRESS:** We invest in the long-term in our people, technology, and our communities. We're innovators and lead our industry forward to solve current and future needs. We're confident, quick to take decisions, and see our actions through to deliver results.

## VII. AVOIDING CONFLICTS OF INTEREST

- **Conflicts of Interest:** Ritmus Employees must avoid all real or potential conflicts between personal interests and the best interests of their employer. A conflict of interest occurs when outside activities or personal involvements interfere, or appear to interfere, with professional responsibilities or obligations. A conflict also may arise if a personal or other business relationship exists with a government official, vendor, supplier, competitor, or another employee. Even the appearance of a conflict can damage the reputation of individuals or companies.

The Conflict of Interest rules also applies to relatives and close associates of Ritmus Employees. If you have any questions or you wish to disclose a potential conflict or receive approval for a relationship under this policy, you may report to Ritmus Compliance Team.

- **Disclosures:** Many real or potential conflicts of interest can be resolved. Accordingly, you must promptly disclose all conflicts or potential conflicts to [Ritmus Compliance Team](#). Ritmus reserves the right to address such conflicts in the manner that most benefits the Company.
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- **Additional Positions or Business Opportunities:** Ritmus Employees may not accept business opportunities, offers of employment, fees, commissions, or other advantageous financial arrangements from a customer, vendor, competitor, or business partner during their tenure in the Ritmus, unless approved in writing by the Head of Compliance Team – [niko.fenerli@ritmus.com](mailto:niko.fenerli@ritmus.com).

If you have any questions about whether a situation is permissible, you should contact the [Ritmus Compliance Team](#).

## VIII. PROTECTION OF PROPERTY AND INFORMATION

We must respect the intellectual property of third parties and must never knowingly infringe upon the rights of others. Ritmus and Ritmus Employees must be especially cautious when using materials displaying the Ritmus and Ritmus Partners name and must adhere to their co-branding guidelines. Never use or disclose the confidential information or trade secrets of others, including that of former employers. If anyone at Ritmus asks or pressures you to do so, report the situation to the [Ritmus Compliance Team](#).

**Confidential Information and Trade Secrets:** During the course of your work, you may learn confidential information about Ritmus and its Partners that are not known to the general public or Ritmus's competitors. Some of this information may constitute trade secrets. Trade secrets give Ritmus and its Partners a competitive or economic advantage. All information obtained or created in the design or

development of new services, procedures, or inventions related to the Company, whether or not it is the subject of a copyright or patent, is considered confidential and property of Ritmus.

**a. Strict Prohibitions** – Only as they relate to the servicing of Ritmus or Ritmus clients, Ritmus strictly prohibits the use of business systems and information for any of the following activities:

- Purposes contrary to the Code or contrary to law, including those laws governing advertising, alcohol, antitrust, child protection, drugs, encryption, exportation, food, financial services, firearms, gambling, importation, information systems, intellectual property, obscenity, privacy, securities, telecommunications, and tobacco
- Attempting to circumvent or subvert system or network security (i.e., authentication) mechanisms, or probing the security of any system, network, or account
- Accessing or attempting to access files, data, systems networks or accounts to which express authorization has not been obtained, including accessing data not intended for the user, or logging into a server or account the user is not authorized to access
- Introducing viruses, worms, harmful code, Trojan horses and/or other contaminants into Ritmus’s websites, systems or applications, whether intentionally or negligently clicking on phishing emails or downloading files from untrusted websites
- Sending or promoting the distribution of unsolicited and unnecessary “junk mail” or “spam”, (e.g., chain letters, pyramid schemes, advertisements or other communications)
- Allowing others to gain access to the Company’s information technology systems or environments through the use of your password or other security codes other than as expressly permitted by the Company

**Security: Ritmus Employees are expected to use all security mechanisms and procedures that have been provided.**

**Passwords: Passwords to business systems should be chosen and maintained in a secure manner in accordance with the Ritmus Compliance Program and your company’s Information Security Policy. User IDs and passwords should not be shared unless otherwise approved by your internal Information Security department, and must be kept confidential.**

You are responsible for all activity associated with your assigned User IDs and passwords. If you have any reason to believe that your password or the security of your assigned device, system, database, or communication used for the servicing of Ritmus or Ritmus clients has been compromised, you must change your password immediately and report the incident to [Ritmus Compliance Team](#).

**Reporting Violations or System Breaches** – All suspected security incidents or breaches involving Ritmus, Ritmus clients, or Ritmus employees must be reported immediately to the [Ritmus Compliance Team](#).

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## **X. REGULATORY COMPLIANCE**

Ritmus Employees must be committed to the highest integrity and business ethics standards in their operations. We are all required to conduct business in accordance with all applicable laws, rules, and regulations including, without limitation, laws related to confidentiality, data protection, competition, antibribery, money laundering, and trade sanctions.

## Privacy

Privacy is essential to the Ritmus, Ritmus customers, partners, meeting attendees, vendors, and employees. Maintaining the trust people place in us when they share their personal information is key to winning and retaining business. We must all treat personal information – that is, any information that could be used to identify, locate, contact, profile or single out a person – with great care.

Ritmus operates a privacy program. At the heart of the program are Ritmus's Data Protection Principles. The Data Protection Principles set forth the processes that govern how we collect, use and share personal information. They provide guidance on:

- Creating products and campaigns that collect and use personal information
- Launching internal programs that collect and use employee personal information
- Using personal information during client management, service and support
- Providing individuals with meaningful choices about their information and respecting those choices
- Disposing of personal information when it is no longer necessary

Cases of suspected data breaches or non-compliance with Ritmus compliance policy, must be reported immediately to the [Ritmus Compliance Team](#).

## Anti-Bribery

It is strictly prohibited to offer or accept any improper payments, gratuities, or gifts that are given (or may appear to be given) with the intent to obtain or retain business or security services. Ritmus must adopt a zero-tolerance policy for bribery. This means that Ritmus Employees can engage in any form of bribery, including offering, soliciting, or accepting anything of value, directly or indirectly, that is given with the intent to obtain or retain business or secure services. It is important to remember that engaging in bribery or even appearing to engage in such activity, can expose us all to criminal liability.

Ritmus must be especially cautious to avoid bribery when dealing with government officials, including officials of international organizations, political parties, and employees of state-owned companies. This can include employees of companies that have been nationalized or have significant government ownership stakes. You must not offer or promise anything of value to influence the actions or decisions of, or to obtain any improper advantage with, government employees or the government bodies they may influence.

If you have any questions about improper payments to government employees, contact the [Ritmus Compliance Team](#).

**Meals, Gifts and Entertainment:** Ritmus must not solicit, accept or give gifts that may influence business decisions. Be cautious when giving gifts or entertainment to, or accepting gifts or entertainment from, anyone who does or seeks to do business with you. Doing so may influence, or appear to influence, our ability to make objective business decisions.

**Expediting Payments** (also known as “facilitating” or “grease” payments) are payments made to speed up or secure the performance of routine government action. Many countries around the world treat these payments as illegal bribes. Ritmus and Ritmus Employees are prohibited from making any expediting payments to government employees, no matter where we are doing business.

## Money Laundering and Terrorist Financing

**Money Laundering:** Ritmus must be committed to the fight against money laundering and terrorist financing, which continue to be the focus of considerable attention by governments, international

organizations, and law enforcement agencies around the world. “Money laundering” is the process by which criminal funds are moved through the financial system in order to hide all traces of their criminal origin. “Terrorist financing,” among other things, refers to the destination and use of funds that may come from legitimate or criminal sources.

If you have any concerns about such-related situations or transactions, contact the [Rimus Compliance Team](#).

- **Sanctions:** Many governments impose sanctions against certain countries, jurisdictions, governments, regimes or entities or individuals for reasons of national security and foreign policy or due to concerns about serious criminal activity and corruption.

Ritmus must comply with either economic and trade sanctions laws applicable to their country of operation, or the requirements or restrictions.

## **XI. OUR COMPETITIVE ACTIVITIES**

Anti-competitive practices are business activities that prevent or reduce competition in a market, unduly retraining free trade.

Our competitive activities must be done with honesty and integrity.

**a. Competitor Information:** Ritmus must not gather confidential nonpublic information from or about competitors (such as pricing, competitor lists, product developments, or strategic plans) using deception, theft, or other illegal or unethical means.

**b. Contacts with Competitors:** Ritmus must avoid even the appearance of agreeing with a competitor to limit competition with one another. It is also important that Ritmus comply with all applicable competition laws when interacting with our vendors, customers, and other business partners that may compete with them.

## **XII. RESPONSIBLE BUSINESS COMMITMENT TO ENVIRONMENTAL, SOCIAL, AND GOVERNANCE (ESG) ISSUES**

**Environmental Sustainability:** As a signatory to the United Nations Global Compact committed to measuring, managing, and reducing the environmental impact of their operations, as well as to an ongoing process of continuous improvement of sustainable practices. Ritmus complies with applicable legislation and regulations regarding the protection of the environment. Ritmus should support a precautionary approach to environmental matters wherever possible, undertake initiatives to promote greater environmental responsibility, and encourage the diffusion of environmentally friendly practices. Ritmus should be committed to measuring, managing, and reducing the environmental impact of its operations, as well as to an ongoing process of continuous improvement of sustainable practices.

**Social Sustainability:** Ritmus maintains a corporate social responsibility program that supports charitable giving and community engagement.

**Human Rights:** Ritmus demonstrates its commitment to respecting human rights in all aspects of their operations, consistent with the spirit and intent of the United Nations Universal Declaration of Human Rights; and other applicable international principles, including the Voluntary Principles on Security and Human Rights.

**Labor Practices:** Ritmus conducts business in accordance with all applicable labor laws including the U.K. Modern Slavery Act and all related legislation and regulations prohibiting human trafficking, child labor, or forced labor of any kind. Ritmus does not tolerate the exploitation of children, their engagement in hazardous work, and the physical punishment, abuse, or involuntary servitude of any worker. For purposes of the Code, a “child” is anyone who is less than 15 years of age.

**Equal Opportunity Employment:** Ritmus supports a commitment to diversity and equal employment opportunity.

**Diversity & Inclusion:** Ritmus understands the importance of developing and fostering an equitable, inclusive, and diverse culture.

**Health and Safety:** Ritmus promotes a safe and healthy workplace, is committed to upholding the highest standards of safety and employee protection, and adhere to all applicable international and national laws and regulations.

### **XIII. CONCLUSION**

While we each strive to act ethically at all times, it is not always clear how we should do so. At times, we may face situations in which we must make tough decisions about what is ethical and proper. These dilemmas don't always have obvious answers. While this Code and the resources it provides will help us make the right choice, it may not always answer all of our questions. Before acting or making a decision, ask yourself:

- *Is it legal?*
- *Is it consistent with the Code?*
- *How would I feel if my friends and family found out about it?*
- *How would I feel if it were broadcast on the nightly news?*
- *Could it be viewed or interpreted as inappropriate, unethical, or threatening?*

If you are still uncertain about what to do after asking yourself these questions, always seek guidance from your leader, Ritmus Compliance Team.

Should a violation of any aspect of the Code become known to Ritmus, we reserve the right to take corrective action up to and including the termination of our business relationship.