

CODE OF

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CONDUCT

ENGLISH

CODE OF CONDUCT ROLL GROUP

Roll Group companies are modern businesses built on the premise that the needs of our clients must take priority in everything that we do. This focus has enabled us to build an enviable reputation in our respective fields of operation. RollDock in heavy marine transportation and Roll-Lift in engineered heavy lifting and specialised transportation and our combined in house factory to foundation solutions.

We believe that every heavy lifting, transport and installation challenge has unique characteristics and required an engineered solution. Our aim is to be “the” preferred global on- and offshore engineered heavy lifting and transport provider with high quality professionals and state of the art equipment. Our refreshing approach and ability to adapt our service in line with the changes imposed by constantly developing projects places us at the forefront of our competitive industries. We must be aware that we will be judged by how we act. In our competitive global industries, we will sometimes encounter situations that will test our judgement and integrity. Our reputation will only be upheld if we do things like we said we would and in accordance with the law and our principles.

Teamwork is essential because
Together WE KNOW HOW.

Peter Rondhuis CEO

This Code of Conduct is a set of principles. This is what we stand for, this is who we are. The application of these principles are underpinned by several policies and guidelines, all designed to make sure we all understand the principles and act in accordance with them. Living by the principles is necessary to reach our goals and crucial for our success. Management must lead by example and make sure every employee will be aware and understand the principles and behave in accordance with the spirit and with letter of them. This code does not only describe what we, as management of the Roll Group, expect from our employees but also describes our firm commitment, as management.

CODE OF CONDUCT

HOW TO MAKE THE RIGHT DECISIONS

Neither this Code of Conduct nor any compliance training will provide any firm and definite answers to all questions that may arise. This Code is not intended to make you an expert but to make you aware of the general requirements imposed by the law and it provides you with the basic knowledge to identify potential unlawful issues.

In every dealing, you should ask yourself at least the following questions:

- Does it comply with this Code of Conduct or the underlying policies?
- Would I discuss this with my family at the breakfast table?
- Do I want to read it in the newspaper?
- Do I take full responsibility for this?

If *one* of the answers is negative, do not do anything and discuss it first with your management or consult the Legal, Insurance & Compliance department.

If there are any doubts in some situations or more specific information is required, you must consult the legal department.

QUALITY, HEALTH, SAFETY, SECURITY & ENVIRONMENT

The personal health and safety and the protection of the environment is of paramount importance and is a key principle for the Roll Group. People are the heart of our company, and Roll Group invests in first class professionals with extensive experience gained in their respective industries.

Each company within the Roll Group is committed to comply with strict QHSSE standards. A team of dedicated specialists manage and oversee the creation, development and implementation of business practices and ensure that standards are fully incorporated in the daily processes.

Periodically this team audits compliance in all corporate and project processes with international and local (country, state, province, client etc.) legislation and regulations.

Our (management of the Roll Group) commitment is to provide healthy, safe and environmental friendly working conditions wherever we work and we strive to avoid any harm to people, the environment or property. We commit ourselves to sufficiently train our complete workforce, to provide them with all the required tools and equipment and to develop innovative and sustainable methods and solutions to achieve healthy, safe and environmental friendly conditions.

We expect from ourselves and all our employees:

- to fully comply with our QHSSE Standards (Policies, Procedures and Instructions) and those applicable on the worksites;
- to STOP activities which are deemed unsafe and to propose a safe alternative;
- to never jeopardize the safety or health of any person, or unnecessarily harm the environment; and
- to report any incident and hazardous situations.

MUTUAL RESPECT, LOYALTY AND INTEGRITY

Roll Group strongly believes that mutual respect, loyalty and integrity is *the* foundation of any relationship, whether among employees or with external relations. Only with mutual respect and integrity it is possible to work as a team, to stay loyal to the team and therefore to successfully achieve the goals.

Our commitment is to that we treat our employees, partners, subcontractors and clients with dignity and respect taken into account any cultural differences. We commit ourselves to conduct our business in a fair and honest manner in compliance with applicable laws and regulations. We do not tolerate any form of violence, harassment, discrimination or racism. Every employee will be treated equally and we promote (and expect from) our employees to speak up. We protect any employee who speaks up or reports any violation of this Code of Conduct or the underlying policies or guidelines.

We expect from ourselves and all our employees

- to treat any person with dignity and respect;
- to make sure that no one will be subject to discrimination on basis of race, religion, color, national origin, age, sex, gender identity, gender expression, genetic information, disability, political preference, sexual orientation, membership or non-membership of any lawful organization, or any other basis prohibited by local laws or regulations;
- to refrain from any actual or threatened violence behavior (verbal and non-verbal) and harassment;
- to conduct all activities professionally and with integrity;
- to comply with the applicable laws and regulations; and
- to speak up and report any violation of this Code of Conduct or underlying policies or guidelines.

ANTI -BRIBERY, ANTI-FRAUD, COMPETITION AND TRADE

Roll Group believes that it should adhere and respect to each country's unique customs and practices. This includes its laws and regulations. With international business transactions we must find the best suitable way to comply with all applicable (international trade/ Anti-boycott) laws. Roll Group stands for fair, honest and competitive business. Roll Group is against any (direct or indirect) form of bribery, fraud, corruption or any other act to prevent fair competition between companies.

Our commitment is to prevent and not to tolerate any form of bribery, corruption, or any other act to prevent fair competition. We will educate our employees and keep them up to date on the relevant laws, rules and regulations.

We expect from ourselves and our employees:

- to comply with all our policies in respect of anti-bribery, anti-fraud, anti-competition, international trade and anti-boycott;
- not to bribe or have others bribe on our behalf any governmental official of whatever country;
- not to provide any gift or payment to any governmental official with the intent to improperly influence the performance of the official duties or gain any other improper advantage;
- not to provide any gift or payment to any client or subcontractor with the intent to improperly influence the decision to accept or grant work;
- not to receive any gift or payment from any client or subcontractor with the intent to improperly influence the decision to accept or grant work;
- not to perform any act in violation of the applicable laws in respect of anti-competition;
- to comply with any and all applicable International trade laws and Anti-boycott laws; and
- not to conduct any form of fraud, including falsification of any document, misleading or deceiving people or in any money laundering activities.

CONFLICT OF INTEREST

At Roll Group we expect that everyone will act in the best interest of the Roll Group. Roll Group is a professional organization where business decisions are to be made free from any conflict of interest or personal gain. A conflict of interest occurs when an individual's outside activities or personal interest conflicts or appears to conflict with the responsibilities to the Roll Group, such as but not limited to:

- compete against the company;
- use of position or influence to secure an improper benefit for themselves or others; and
- use of company information, assets, or resources for personal gain or the improper benefit of others.

We commit ourselves to prevent any conflict of interest and not to tolerate any form of conflict of interest.

We expect from ourselves and our employees (or indirectly via close relatives):

- to act in the best interest of the company only;
- not to compete against the company;
- not to use their position or influence to secure an improper benefit for themselves or others; and
- not to use company information or resources for personal gain or improper benefit for others.

PROTECTION OF ASSETS

Roll Group is a company with a huge asset base. Assets come in many different forms; (in) tangible, digital and financial. It can be a laptop, a vessel, a crane, our brand or patents, business intelligence, software, data (including personal data) or our funds. It is crucial for our company that our assets are taken good care of and be protected.

We commit ourselves to invest in our assets, keep our assets maintained and in a good state and not to tolerate and protect against any harm to our assets. We further commit ourselves to respect the assets of others.

We expect from ourselves and our employees:

- to protect the assets of Roll Group against waste, loss, damage, abuse, fraud, theft, misappropriation, infringements and other forms of misuse;
- protect the company property (such as laptop, telephone, credit card) entrusted to them and use them for the intended purpose;
- not to unlawfully conceal, alter or destroy documents (including electronic documentation); and
- to respect the assets of other parties.

INFORMATION AND COMMUNICATION

In our work, we all deal with information and communication in many different ways. We need to carefully consider the risks associated with all these activities. Uncontrolled communication or unauthorised disclosure of any photo, video, document or any other form of communication or information in email or (social) media could damage our reputation or result in legal action or even being blacklisted to work for clients. Communication should always be done in an appropriate, respectful and accurate fashion and in accordance with the Media Guidelines set by Roll Group.

We commit ourselves that every communication to the public on behalf of Roll Group is accurate, complete, relevant and to best interest of the Roll Group.

We expect from ourselves and our employees:

- to fully comply with the media guidelines set by Roll Group;
- not to disclose any information (orally or in writing) about Roll Group business activities (including photos and videos), unless you are formally authorised to do so;
- not to use personal social media for business purposes or to communicate on behalf of the company on personal social media;
- if authorization is granted, only to provide information that is respectful, true, accurate, consistent and not misleading and using the medium that is appropriate for the message; and
- Not to make any false or illegal claims about our services, our companies or those of a competitor.

REPORTING AND ANTI RETALIATION

Roll Group is a company with a firm commitment from all our directors and shareholders to maintain a work environment that is free from harassment, intimidation, discrimination and retaliation. Roll Group is actively acting and promoting an atmosphere where all employees feel safe to raise any issue, concern or question and to communicate in an open, direct and honest manner without any fear of retaliation of any kind. Roll Group depends on its employees to raise questions or concerns, to report (alleged) violations or (suspected) breaches of our policies so that the company can take appropriate action.

We commit ourselves to maintain a work environment that is free from harassment, intimidation, discrimination and retaliation. We do not tolerate any form of retaliation.

Any person who retaliated against any Roll Group employee in violation with this code of conduct or the underlying policies and guidelines will be subject to disciplinary action, which may include termination of employment.

Roll Group prohibits anyone from being retaliated against, even if their reports are proven unfounded by an investigation. No one making a good faith report or notification may be discharged, demoted, suspended, threatened, harassed, victimised, intimidated, coerced, or retaliated against in any manner or otherwise suffer any reprisal as a result of his or her reporting any (suspected) breach, of this Code of Conduct, its underlying policies and guidelines.

Reporting

In our complex global business environment, it is inevitable that legal and ethical concerns will arise. The sooner we are aware, the sooner we can

address them and find suitable solutions. Everyone in the Roll Group MUST report any (suspected) misconduct.

All reporting or notifications received will be dealt with in a professional manner. Any report or notification of a (suspected) breach of this Code of Conduct, its underlying policies and guidelines can be made through any one of the following channels:

- the direct manager;
- the Legal, Insurance & Compliance department;
- the human resource department;
- the QHSSE department;
- the Roll Group Board of Directors directly;
- Or digitally:
 - the Whistleblowing website: <https://report.whistleb.com/en/roll-group> (*anonymous reporting*) OR
 - submit a written report by email to: codeofconduct@roll-group.com (*anonymous reporting and making use of an anonymous email address is allowed*)

REPORTING AND ANTI RETALIATION II

We find it very important that employees report and especially that they feel safe to report. There is a firm Anti Retaliation Policy within the Roll Group, and reporting can be done via multiple channels and even anonymously. Employees are free to use the channel of reporting that they want. The people investigating the reports are or will be properly trained to deal with these issues.

We expect from ourselves and our employees:

- to raise any question, concern or issue of this code of conduct or the underlying policy;
- to refrain from any retaliation action to anyone making a good faith report or notification;
- to treat and investigate every report and notification seriously and on a confidential basis; and
- not to make any false allegation, providing false or misleading information in the course of an investigation or otherwise acting in bad faith, and to report any (suspected) violation policies and guidelines.



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