

Code of Conduct

Avolta

Code of Conduct

Avolta's Commitment to Compliance

At Avolta (also referred to below as the "Company" or the "Group") we strongly believe that all business must be conducted in accordance with applicable laws, rules, and regulations. Our business success and reputation depend on the actions of Avolta's directors, officers, managers, and employees ("Team Members"). As an Avolta Team Member, you must adhere to the Group's ethical standards. Integrity, diversity, and fair dealing are essential assets of Avolta, and this should be reflected in all our activities. We provide ongoing compliance trainings to our Team Members, as applicable, on a periodic basis with respect to Avolta's Code of Conduct and related policies.

Everyone has a responsibility to ensure that Avolta is not involved in corruption or other violations and to report possible wrongdoing, whether it violates applicable laws or Avolta's Code of Conduct and policies. Avolta is also committed to preventing retaliation of any kind and will not stand for retaliation against anyone who reports possible wrongdoing in good faith.

We are committed to doing business with integrity every day.

Xavier Rossinyol
Chief Executive Officer
Avolta Group

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This Code of Conduct (the “Code”) is to ensure that Avolta’s Team Members and third parties and business partners (“External Partners”) act honestly, ethically and professionally, and comply with applicable laws and regulations.

1 Integrity and Ethical Business Conduct

As an Avolta Team Member you are expected to always behave honestly, ethically, professionally, and within the confines of the law and this Code. We also expect our External Partners to adhere to this Code.

You are also expected to take part in Avolta’s compliance trainings.

Avolta does not tolerate dishonesty or unlawfulness on the part of its Team Members or External Partners. Avolta interacts with its customers and business partners with integrity and fair dealing.

Because no code of conduct can capture every question or scenario that could arise, when there is not a clear answer, you should ask yourself if the action in question aligns with the spirit of the Code. When in doubt, reach out to your manager, the Compliance Department (also referred to as “Compliance”), or the Company’s hotline or web-based reporting platform, mentioned in Section 2.

If an Avolta Team Member is found to have violated the Code, any of our policies, or the law, the consequences may include a range of disciplinary measures up to and including termination and, where appropriate, can result in referral to law enforcement.

2 Reporting Potential Violations

If you become aware of any suspected wrongdoing or violations of the Code or our policies or any applicable law or regulation, you are expected to report it. Speaking up may take courage, but it's the right thing to do. The risk lies in ignoring such situations. What might seem like a small issue initially could grow into a bigger problem over time and become much worse, if not addressed.

Reporting of possible wrongdoings can be done at any time by anyone, even anonymously, through the following channels:

- by email to the Compliance Department at compliance@avolta.net;
- by phone on Avolta's country-specific toll-free hotline numbers (see Annex 2); or
- through our web-based reporting platform at www.avolta-compliance.com

Our Reporting Guideline gives further guidance on the reporting process and the handling of reports.

Avolta applies a **zero-tolerance policy for retaliation** against Team Members who report in good faith potential violations of Avolta's policies, the Code, or other wrongdoing. If you believe you have been the subject of retaliation, contact the above-mentioned reporting channels. **Disciplinary action** will be taken against anyone who retaliates directly or indirectly against any Team Member as a result of a good faith report or participation in an investigation.

Concerns you may have:

- I am not sure if what I observed is a violation of the Code.
- I don't want to blame anyone.
- I don't want to get involved in something that is not my business.

Answer:

You don't need to be sure about a violation. We want to hear about all concerns in connection with possible wrongdoing or unethical behavior that are made in good faith so that we can follow-up and assess it properly. You are expected to speak up and to report potential wrongdoings.

Dilemma Situation:

Question:

You work in a duty-free store and noticed that other shop employees were taking perfume samples from the stores. You decide to report the incident to your supervisor and through Avolta's hotline. Your supervisor said that you should not worry about it and that the matter would be taken care of. Shortly after, you are informed by your supervisor that you will be transferred to another airport "as there are some doubts about your confidentiality." You feel that your transfer is not fair as it seems to be in response to your report. What can you do?

Answer:

If you suffer detrimental treatment due to good faith reporting of possible wrongdoing, you should report the situation through any of Avolta's reporting channels. Retaliation is prohibited by the Code and may be illegal and will not be tolerated by Avolta.

3 Compliance with Laws, Rules, and Regulations

3.1 ANTI-BRIBERY AND ANTI-CORRUPTION

Avolta is committed to full compliance with all applicable anti-corruption laws including the U.S. Foreign Corrupt Practices Act (“FCPA”) and the UK Bribery Act.

Avolta **does not tolerate any type of bribery or corruption**. Accordingly, you must comply with applicable anti-corruption laws regardless of where you are located. You are required to comply with Avolta’s Anti-Corruption and External Partners Policy.

What is expected from me:

- Review and understand the Code, the Avolta Anti-Corruption and External Partners Policy, and all related procedures.
- Actively participate in Avolta’s trainings.
- Prior to engaging an External Partner, consult the Avolta Anti-Corruption and External Partners Policy. Further, provide complete and accurate information to Compliance about the prospective External Partner
- Raise with Compliance any “red flags” identified, such as, reputational issues of the External Partner, or if the External Partner makes any unusual requests or proposes a transactional structure that raises questions (e.g., asks for unusual payment methods, such as cash payments).
- Provide Compliance with copies of any and all contracts with External Partners.
- Before taking any action, ask yourself whether your decision reflects the Company’s values. If you are unsure, ask Compliance.

Dilemma Situation:

Question:

You want to hire a consultant to support the Company in an upcoming tender. The consultant requests an advance payment of EUR 50,000 and said that he has a “special arrangement” with authorities and can secure the success of the public tender. Should you be concerned about the consultant making improper payments to influence the tender?

Answer:

Yes, you need to be worried! You need to understand the services the consultant is providing, and the purpose and reasonableness of the advance payment amount. In accordance with Avolta’s Anti-Corruption and External Partners Policy you are required to take all necessary steps to ensure that payments are not used for bribery. In case of concerns or red flags (such as in the present case), consult with Compliance.

Red Flags:

- “Do not worry, that is just the way we do business in this country.”
- “This payment does not require approval.”
- “A political contribution might help speed things along.”

Hearing comments like these? Stop and seek support from Compliance. If it sounds illegal or unethical, it probably is.

Dilemma Situation:

Question:

You have a long-term business relationship with the landlord of an airport. The landlord will reissue the tender soon. His daughter just finished university, and the landlord asks you to find her an internship at Avolta. You certainly don’t want to offend the landlord, but do you have to worry about his request?

Answer:

Yes, this could create the impression that your “favor” is made in exchange for a business advantage. You should ask the landlord to address the request to the responsible HR department so that his daughter can apply officially through the regular channels.

3.2 ANTI-TRUST AND COMPETITION

Avolta supports an open, fair, and competitive business environment and is committed to complying with applicable laws that safeguard competition.

Avolta prohibits its Team Members from entering into agreements or concerted practices with competitors – whether formally or informally – including to:

- raise, set or hold (“fix”) prices;
- allocate markets, territories, customers, or suppliers;
- attempt to control or affect any tender, or bidding process; or
- prohibit the hiring of current or former Team Members by another party.

Anti-trust laws can be complex, and you must consult with the Legal or Compliance Departments if you have any questions or uncertainties about whether the anti-trust laws might apply to a particular situation. Violating the anti-trust laws may subject the Company and individual Team Members to criminal sanctions, including fines and jail time, as well as to civil liability.

Dilemma Situation:

Question:

You participate in a food and beverage (“F&B”) association meeting in which competitors are also present. Although it is not part of the agenda, a competitor starts a conversation about who is going to bid at the next F&B tender in a specific region where Avolta is planning to participate. You start feeling uncomfortable even though you did not participate in the conversation. Should you be worried?

Answer:

Yes, if a competitor tries to discuss any of the abovementioned topics, you must stop the conversation and, if necessary, leave the meeting and report the incident to Compliance. Just being present at the meeting where such a conversation takes place can subject you and the Company to civil and criminal liability.

3.3 DATA PRIVACY AND DATA SECURITY

Avolta is committed to safeguarding the privacy of our Team Members, customers, External Partners, and other individuals, as applicable. Avolta requires its Team Members to comply with Avolta’s Group Data Protection Policy and applicable data protection laws.

You must:

- treat all personal information (i.e. information relating to identified or identifiable individuals, including full names, mailing, email and IP addresses, ID card copies or identification numbers, credit card information, pictures and videos (incl. CCTV), health data, salary and bank account information, as well as personal information about an individual’s race, ethnicity, gender, age, sexual orientation, religion, medical condition, or other similar information) as confidential;
- securely store such personal data to prevent unauthorized access; and
- only collect, use, and otherwise process it for legitimate business purposes and in accordance with applicable laws, including the EU General Data Protection Regulation.

Anyone wishing to access, delete, correct, or transfer his or her personal information should address such requests to privacy@avolta.net.

If you experience or suspect a cybersecurity incident or threat, or a vendor or other third party notifies you that it has experienced a cybersecurity incident or threat involving the Company’s systems or networks, report this immediately to the Information Security team at itsecurity@avolta.net.

3.4 ANTI-MONEY LAUNDERING AND ANTI-TERROR FINANCING

Avolta is committed to complying with all anti-money laundering and anti-terrorism laws and regulations. Money laundering is the act of moving money around to conceal or promote a crime. By staying vigilant, we can prevent transactions that support terrorism, drug trafficking, and other criminal conduct.

Red Flags:

- Payments to offshore accounts rather than an account in the country in which the External Partner is located.
- Multiple payments that are all below EUR 10,000.
- Unusual payment methods with multiple accounts, e.g., an External Partner requests payment to an account of another entity which is not the contracting party.

3.5 TRADE CONTROLS AND ECONOMIC SANCTIONS

Economic sanctions prohibit or restrict dealings with certain countries and territories, governments, entities, and individuals to further national security and foreign policy goals. We are committed to following trade compliance and sanctions laws. As such, you shall not conduct unauthorized business with countries or third parties that are subject to trade embargoes or economic sanctions. All our External Partners must be screened by Compliance against sanctions lists.

Dilemma Situation:

Question:

The joint venture partner you are planning to work with is based in a low-risk country and is well-known and has a good reputation. Could there still be a risk of violating trade sanctions?

Answer:

You need to make sure that proper due diligence is conducted on every joint venture partner, irrespective of where the External Partner is based. For instance, there might be an ultimate beneficial owner who is a sanctioned party and therefore engaging the External Partner could be prohibited.

4 We Demonstrate Accountability and Transparency

4.1 CONFLICTS OF INTEREST

A conflict of interest arises when a Team Member's personal or private interest interferes with his or her ability to act in the best interest of Avolta. You must avoid situations that create – or even appear to create – a conflict of interest with Avolta that could harm Avolta's reputation.

You are expected to:

- avoid situations in which your personal interests enter into conflict with those of Avolta.
- not unduly use your position within Avolta for personal benefit, the benefit of relatives, or of persons close to you.
- immediately inform your Line Manager and Compliance about any actual or potential conflict of interest in order to find an appropriate solution and not take any further actions until instructed otherwise.
- inform your Line Manager and Human Resources as soon as you consider serving on the board of a third-party company, commercial entity, or advisory board, or take on another job or mandate outside Avolta.

Examples of Conflicts of Interest:

- **Doing business with family and friends:** If your spouse, partner, relative, or a member of your household works for a supplier, landlord, competitor or other business partner of Avolta you need to disclose the situation to your Line Manager and Compliance as this may create a conflict of interest. In addition, a conflict of interest can arise if you, or your spouse, partner, relative, or any member of your household has a personal stake in a company that is an actual or potential supplier, landlord, competitor or other business partner of Avolta.
- **Work in addition to or in competition with Avolta:** Taking an additional work or mandate outside Avolta can create a conflict of interest as this position may interfere with your ability to do your job at Avolta. You shall not work for another company using Avolta's resources or during your working hours or take any outside work or mandate with a supplier, landlord, competitor, or other business partner of Avolta. If you consider taking on any additional work or mandate outside Avolta, seek approval from your Line Manager and Human Resources first.

4.2 PERSONAL RELATIONSHIPS

Conflicts of interest are also about avoiding personal relationships at work that may harm the ability to make objective business decisions.

None of us should have a direct or indirect reporting line with a family member or romantic partner. If such a relationship arises, it needs to be immediately disclosed to the Line Manager and Human Resources who will assess the situation and implement any measures that are necessary to avoid or address a conflict of interest.

A failure to disclose such a relationship may be subject to disciplinary action.

Dilemma Situation:

Question:

You start dating a Team Member that is one of your direct reports. As you have just started dating and you don't know where this will lead, do you need to worry about a disclosure?

Answer:

Yes, absolutely. As a direct Line Manager, you need to avoid being biased or conflicted at any time. It is recommended to not have a romantic relationship with any Team Member in your direct/or indirect reporting line. However, if you start dating each other, you are required to immediately disclose it to your Line Manager and Human Resources.

4.3 GIFTS & ENTERTAINMENT

Avolta's business decisions should be based on legitimate and ethical factors. The offer or acceptance of gifts or entertainment can create the appearance that business decisions are being influenced by other factors. Gifts or entertainment should never be offered or accepted for improper purposes. You must comply with the Gift & Entertainment Policy when offering or accepting any gift or entertainment.

Dilemma Situation:

Question:

You are a product category manager, and an important global supplier invites you to spend a weekend at a spa hotel "as he knows that you are working very hard." All expenses will be paid by the supplier. You feel honored and could really use a break. Should you accept the invitation?

Answer:

No, you should not accept the invitation because this might be considered an inappropriate invitation to influence your decision on the next contract with the supplier. If you are offered a gift or entertainment that could be seen as inappropriate, you should decline or consult with Compliance.

4.4 DONATIONS

Improving the life of the communities where we operate is an important part of our values. However, Avolta requires strict adherence to applicable laws and disclosure requirements in relation to political and charitable contributions and promotional sponsorships (together, "Donations"). In addition, a Donation should be avoided where it would create the impression that it is made in exchange for a business advantage for Avolta. You must consult the Avolta Gifts & Entertainment Policy and with Compliance prior to making any type of Donation.

Dilemma Situation:

Question:

As a local operations manager you want to demonstrate Avolta's commitment to the community by making a Donation to a local institution. You know that one of the Board members of the local airport company is the president of a local soccer club. You think that this might be a good occasion to support that soccer club with a Donation. Is this a good idea?

Answer:

No, it's crucial that Donations support the right causes, are made for the right reasons, and are not made to unduly influence others or to secure a business advantage. This example might be perceived as an intent to secure a business advantage in exchange for the Donation.

4.5 RECORD KEEPING

We are committed to providing our shareholders with full, accurate, timely, and transparent information about our financial transactions and operational results in compliance with applicable laws. Accordingly, you must **properly and accurately record all financial transactions in the appropriate books of accounts**.

Accurate record keeping and reporting helps us meet Avolta's legal and regulatory requirements. Maintaining financial integrity also reflects positively on our reputation and credibility. Each of us – at every level of Avolta – has a responsibility for ensuring the accuracy of all business transactions and financial records.

Under no circumstances may we establish unrecorded accounts for any purpose. It is important that we never distort the true nature of any transaction. Make sure you always record and classify transactions in the proper accounting period and in full compliance with the accounting rules and Avolta's policies. Never speed up or slow down the recording of revenue or expenses in order to meet a budgetary goal.

If you suspect of any violation of our recordkeeping rules, you are responsible for immediately informing Compliance.

Red Flags:

- “Make the numbers work.”
- “Hold that sale until next month so we can meet next quarter's target.”

If it sounds illegal or unethical, it probably is. Consult with Compliance.

4.6 RECORD RETENTION

It is important to properly retain corporate records in electronic and/or paper format. Our Team Members are required to adhere to Avolta's Records Retention Policy, which describes the procedure for maintaining documents and files for the required periods and destroying them when they are no longer needed.

4.7 COOPERATE FULLY IN AUDITS

You shall **cooperate fully with internal and external auditors** during examinations of Avolta's book, records, and operations. Any Team Member who becomes aware of errors, omissions, alterations, forgeries, or negligence regarding Avolta's financial records or documentation is required to report the matter to their Line Manager or Avolta's reporting channels as outlined in Section 2.

5 We care for each other and for our Communities

5.1 ENVIRONMENT-SOCIAL-GOVERNANCE (“ESG”)

Every day, our Team Members welcome one of the most diverse groups of customers around the world: they serve travelers from all nationalities and countries. They take pride in being part of a global organization that strives to deliver outstanding experiences to our customers, while closely cooperating with concession partners and regularly engaging with global and local suppliers.

These ongoing interactions with stakeholders, as well as with shareholders and other interest groups, shape our ESG strategy.

Avolta is committed to generate a positive impact on the travel retail and F&B industry, society and the environment, through the deployment of tangible initiatives in the following four focus areas:

- Create sustainable travel experiences.
- Respect our planet.
- Empower our people.
- Engage local communities.

5.2 HUMAN RIGHTS AND SUPPLIER CODE OF CONDUCT

Avolta protects human rights across the Group and along its supply chain. Avolta is committed to the Ten Principles of the United Nations Global Compact and, in particular, to respecting the Universal Declaration of Human Rights adopted by the United Nations General Assembly in 1948 and the International Labor Organization (“ILO”) Declaration on Fundamental Principles and Rights at Work adopted in 1998.

Pursuant to **Avolta’s Supplier Code of Conduct**, none of the products or services sold to Avolta by any supplier should be supplied, manufactured, assembled, or packaged using child labor, forced or bonded labor of any type, unsafe or unhealthy working conditions, discriminatory practices, or restraints on the freedom of association and collective bargaining in contravention of applicable legislation.

Avolta sends a **copy of the Supplier Code of Conduct to its suppliers** and requests that they confirm acceptance of its terms and communicate the obligations in it to their employees, agents, subcontractors, and suppliers.

5.3 HEALTH AND SAFETY

Avolta pursues its goal of customer satisfaction by providing quality goods and services to its customers in compliance with applicable standards and regulations. Avolta is committed to acting in compliance with laws protecting customer’s health and food safety.

In addition, Avolta is committed to high standards of workplace safety and employee protection. We each have a responsibility to meet this commitment by following applicable laws and regulations designed to promote workplace safety. This includes that we never tolerate or engage in any form of violence. “Violence” includes threats or acts of violence or intimidation. Team Members are expected to conduct business free from the influence of any substance that could impair their job performance. This includes alcohol, illegal drugs, controlled substances and, in certain instances, prescription medication.

5.4 NON-DISCRIMINATION AND RESPECT FOR DIVERSITY

Avolta fosters a culture of equal opportunity and diversity. We consider diversity and non-discrimination to be the foundation of our corporate culture. As a global operating company consisting of Team Members with mixed backgrounds, views, and talents, we are committed to providing every Team Member with an equal workplace opportunity and fair treatment. All employment decisions should be made without regard to race, color, religion, sex, sexual orientation, age, gender identity or gender expression, national origin, marital status, citizenship, political orientation, or disability.

We are also committed to providing our Team Members with fair wages based on an individual's performance, background and experience, the particular job within our organization, the appropriate market benchmark in the respective countries and locations.

Each of us plays a role in driving an inclusive working environment that is free from discrimination. You can be yourself and you should make sure others can be themselves, too. You should value and respect your colleagues and never discriminate, so that all of us have an equal opportunity to thrive and succeed.

All forms of discrimination violate the Code and will not be tolerated. If you experience or suspect discrimination, please report it using the channels set out in Section 2.

Dilemma Situation:

Question:

Your manager told you that you would not be considered for this promotion because you are going on maternity leave and the role requires more dedication and flexibility. Should you take any action?

Answer:

You should raise your concern to your Line Manager, Human Resources or Compliance to ensure that employment decisions like this one are based on job-related criteria (performance, qualifications, experience, and skills etc.), without regard to whether you're going on maternity leave.

5.5 ANTI-HARASSMENT

Avolta is committed to implementing and promoting measures to protect the dignity of its Team Members, to encourage their well-being, and to encourage respect in the workplace. As such, Avolta is committed to providing every Team Member with a **work environment free from all forms of harassment, including sexual harassment and other physical, verbal, or other abuse**. Harassment includes behavior that has the purpose or effect of unreasonably interfering with another's work performance or creating an offensive, intimidating, or hostile work environment. Team Members that experience or witness any form of harassment should not ignore it or look the other way but report it as set out in Section 2.

Dilemma Situation:

Question:

At team meetings, your manager often yells at you and a junior colleague. The manager says you are incompetent. You can cope with it personally, but you notice that your junior colleague feels hurt and insecure. You might think the manager is under a lot of pressure, so you wonder whether you should just ignore it. You decide to make sure to support your junior colleague when things get tough. Is there anything else you can do?

Answer:

Yes, you should speak up and address your manager's behavior and the negative impact it might have on the team. If you feel comfortable, you should directly talk to your manager (this might be sufficient to address the matter). Alternatively, you can use one of Avolta's reporting channels to flag the possible issue.

6 Protecting our Assets

6.1 CONFIDENTIAL INFORMATION

You must protect the integrity of discussions and conversations obtained in the course of employment with Avolta and you must not disclose information that is confidential. You must ensure that any confidential documents or data in your possession are properly safeguarded.

Confidential information includes information identified or treated as confidential, proprietary information, or trade secrets. Such information is generally not available to the public and includes, without limitation, internal business information like agreements, minutes of meetings, non-public financial information, business processes, and corporate strategies.

The protection of data and information is critical to Avolta's success, and we need to protect confidential information about Avolta and our Team Members, clients, customers, External Partners, and individuals. The disclosure of sensitive information outside Avolta can damage our business and reputation. Safeguarding this information is everyone's responsibility.

6.2 COMPANY ASSETS AND IT SECURITY

Company assets, such as materials, supplies, intellectual property, software, hardware, IT systems, and facilities, among other property, are valuable resources owned, licensed, or otherwise belonging to Avolta. You are responsible for safeguarding the Company's assets. Company assets should be used for legitimate business purposes only. Further-more, you shall comply at all times with the Group's IT Security Policy. The personal use of Company assets without permission is prohibited.

What Else Can I Do?

- Lock your laptop before leaving your desk.
- Ensure that all devices have strong passwords and never share these passwords with anyone.
- Only connect to trusted wireless networks.
- Do not attach unknown devices such as USB drives to your work devices.

Annex 1

Compliance Acknowledgement Form for the Code of Conduct

I hereby acknowledge that I have received and carefully read and examined Avolta's Code of Conduct. I agree to comply with it. I understand and confirm that I have to seek the advice and guidance of the Compliance Department (compliance@avolta.net) before undertaking any action, inaction, or course of conduct that based on the Code potentially raises a question or impropriety or the appearance of impropriety. I will disclose any potential conflict of interest in accordance with the Code.

Employee's name (printed):

.....

Date:

.....

Company/Location:

.....

Employee's signature:

.....

Annex 2

Avolta's Country-Specific Toll-Free Hotline Numbers:

Country	Hotline number
Argentina	0800 345 2606
Australia	1800 517 424
Belgium	0800 100 10 Access code: 855 828 4052
Brazil	0800 762 0090
Canada	888 733 2511
China	400 1200 436
Denmark	80 830 074
Finland	0800 413 609
France	0800 902 952
Germany	0800 181 9691
Greece	800 600 0615
India	000 800 0502 035
Indonesia	007 803 321 2337
Ireland	1800 903 376
Italy (includes San Marino, Vatican City)	800 819 540
Malaysia	1800 812 893
Maldives	503 530 7000
Mexico	800 880 1738
Netherlands	800 0200 162
New Zealand	0800 527 513
Norway	800 623 28
Slovenia	080 083 162
Spain	900 751 410
Sweden	020 888 576
Switzerland	0800 890 011 Access code: 855 828 4052
Turkey	0800 492 408 801 42
United Arab Emirates	800 035 704 527
United States of America	888 733 2511
United Kingdom	0800 088 5394

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