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CONTACT INFORMATION	Patricia Paez – ppaez@forestry.earth

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CODE OF BUSINESS ETHICS AND CONDUCT

1 INTRODUCTION

1.1 Scope

This Code of Business Ethics and Conduct has been prepared and adopted by FLS Group AG and, as amended from time to time, applies to each of its directors, officers, employees and agents.

1.2 Purpose

The Code aims to establish the ethical boundaries guiding personnel in their business conduct. It provides the tools to make the right business decisions promoting transparency, ethics, and sustainability; while providing clear direction on how to report concerns.

2 DEFINITIONS

Table 1: Definitions

(1)	Code	This Code of Business Ethics and Conduct.
(2)	Company	FLS Group AG.
(3)	Confidential information	Any technical, commercial, financial, legal, operational or other information, data and experience of confidential or proprietary nature, including but not limited to trade secrets, market opportunities, business affairs, client and supplier information, goodwill and reputation.
(4)	Personnel	With respect to the Company, its directors, officers, employees, and agents.

3 GOVERNANCE

3.1 Ethics and Integrity Adherence

The Company adheres to high standards of ethical and professional behavior.

All Personnel should carry out their tasks and responsibilities according to such standard, taking ownership and following through.

All Personnel are expected to uphold integrity and do the right thing, even when no one is watching.



3.2 Compliance with the Law

The Company commits to complying with the letter and spirit of the laws in all locations in which they operate and conduct transactions.

All Personnel are expected to comply with all applicable laws and regulations and to conduct themselves with integrity.

When a conflict arises between the applicable laws of two or more jurisdictions or if the local law conflicts with the requirements of this Code, the more stringent course should be pursued. In case of doubt, all Personnel is encouraged to seek advice from the relevant compliance department.

3.3 Conflict of Interest Avoidance

All Personnel is expected to make diligent efforts to advance the Company's best interests, independent of outside influences.

A conflict of interest arises when a member of the Personnel's private interest interferes or even appears to interfere in any way with the relevant Company's interests – for example, such a conflict can arise when a member of the Personnel takes an action or has an interest that may make it difficult to perform their work objectively and effectively.

Conflict of interest situations include, but are not limited to:

- (i) Personnel or their family members receive an improper personal benefit as a result of the Personnel position within the Company;
- (ii) Personnel or their family members have a financial interest in a transaction involving a competitor, customer, or supplier to the Company;
- (iii) Personnel owns or otherwise possesses, directly or indirectly, an interest in a competitor, supplier, contractor or subcontractor doing business with the relevant Company;
- (iv) Personnel works in any capacity for, or serves as a director of, a competitor, customer or supplier of a relevant Company while being concurrently engaged by such Company; and
- (v) Personnel directs a Company's business to a supplier owned or managed by, or which employs, a relative or friend.

Should any Personnel be in an actual or perceived conflict of interest situation, they should report it promptly to their line manager or to the relevant compliance department. Reports received before any transactions are made will not be subject to retaliation and an adequate process to mitigate risks will be defined.

3.4 Zero Tolerance for Corruption

In dealing with employees, customers, suppliers, contractors, agents, competitors or government officials of any type, Personnel conducts business with utmost integrity.



Personnel must not offer, give or receive any type of bribe, kickback or payoff (whether in cash, in kind, or in any other form) to anyone in order to influence some decision affecting the Company's business or for the personal gain of an individual.

Personnel may not offer, make, solicit, or accept such prohibited payments either directly, through personal involvement, or indirectly, through a third party, such as an agent or consultant acting on their behalf.

Special attention must be applied when dealing with public officials, and Personnel who interact with public officials must be aware of stricter thresholds and regulations (including but not limited to criminal laws), both in the domicile country of such public officials and in the domicile country of the relevant Company.

In case of doubt, all Personnel are encouraged to seek advice from their line manager or relevant compliance department.

The Company competes and does business based only on quality and competence. Personnel must not offer or accept gifts, hospitality, or expense payments that are of unreasonably high value, or that could inappropriately affect business decisions, or even create this impression.

The Company does not endorse and does not make contributions, whether monetary (e.g., in the form of a corporate check or a purchase of tickets to a political fundraiser) or in-kind (e.g., the use of Company's funds, assets, services or facilities on behalf of a political party, candidate or political committee), to political candidates or parties.

3.5 Accurate Books and Records

Personnel must complete all documents accurately, truthfully, completely, and in a timely manner, as well as comply with the Company's review and approval procedures. This includes, but is not limited to, expense reports, time sheets, reporting of vacation or paid time off, payroll and service records, bills, equipment orders, or invoices and other financial data such as might be submitted to the Company's auditors or government agencies.

Personnel must never create a false or misleading report or request or make a payment or establish an account on behalf of the Company with the understanding that any part of the payment or account is to be used for a purpose other than as described by the supporting documents.

Compliance with applicable accounting and internal control procedures of the Company is mandatory for all Personnel.

3.6 Protection and Proper Usage of Company's Assets

The Company's assets include physical property and equipment, confidential information, intellectual property, and other assets.

Assets are used to promote the Company's interests and are never for personal gain.

Personnel are expected to protect the Company's assets and ensure their efficient use in line with applicable laws and regulations.



Confidential information includes all non-public information that might be useful to competitors or others, or that could be harmful to the Company or those who do business with the Company, if disclosed.

Personnel must properly guard the Company's confidential and proprietary information. This information should only be disclosed if there is a business need to do so, and only subject to a non-disclosure agreement.

The Company's restrictions relating to confidential information remain in full force beyond the conclusion of an individual's employment unless the information subsequently enters the public domain through proper means.

3.7 Fair competition

The Company believes that all companies should be able to trade and compete with them as they wish, as long as they follow applicable laws and regulations as they do.

The Company never gets involved in fixing prices artificially high or low or take part in any other practices or agreements that restrict competition.

Personnel is expected to deal fairly with the Company's customers, competitors, and suppliers.

Personnel must never pursue unlawful or unethical means to gain unfair advantage of others through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice.

The Company and its Personnel do not exchange confidential information with competitors.

4 SOCIAL

4.1 Non-Discrimination

The Company aims to create an environment of inclusiveness, tolerance, fairness, mutual respect and trust. Personnel work for a shared cause, carrying varying backgrounds and cultures.

The Company promotes participative decision-making processes and the empowerment of Personnel.

The Company does not tolerate negative discrimination on the basis of gender, age, ethnicity, disability, religious beliefs, political affiliations, social status or sexual orientation.

The Company is a meritocratic organization, and positive discrimination is only allowed if and where required by law.

The Company provides equal opportunities in hiring and employment practices such as wages, promotions, rewards, and access to training.



4.2 Privacy

The Company follows all applicable laws and regulations regarding privacy and data protection.

The Company may collect and maintain personal information that relates to employment, sometimes including medical and benefit information. Any such personal data may be collected, processed and used for legitimate business purposes only and may not be released outside the Company without appropriate consent and/or approval.

4.3 Health and Safety

The Company's employees, contractors and suppliers, as well as all on-site visitors must observe prescribed health and safety policies and notify their supervisors of unsafe working conditions, equipment or practices.

Personnel must also comply with all applicable laws, regulations and internal guidelines regarding handling and disposal of hazardous materials waste.

The Company's goal is zero accidents, and they work every day towards this goal.

4.4 No place for Harassment

The Company operates a zero-tolerance policy for any form of harassment – including sexual harassment – in the workplace.

The Company treats all incidents seriously, promptly investigate allegations, and fairly and adequately impose disciplinary actions when applicable and up to and including dismissal from employment or contract termination.

4.5 Freedom of Association

The Company respects the rights of workers to associate freely, join workers' organizations, seek representation, bargain collectively, engage in peaceful assembly, or refrain from any such activities, as permitted by applicable laws.

Personnel can engage in such acts without fear of discrimination, reprisal, intimidation or harassment.

4.6 Child Labor

The Company does not tolerate the use of child labor and will only engage workers who meet the minimum age required to work in the country where the work is performed or who are over the age of 15, whichever is higher. Workers under the age of 18 must not perform hazardous work (e.g. below water or underground) or operate heavy machinery.

The Company supports the development of legitimate workplace apprenticeship programs for the educational benefit of young people, as long as these programs comply with all applicable laws and with this Code.



In the absence of local law, the wage rate for student workers, interns and apprentices shall be at least the same wage rate as other entry-level workers performing equal or similar tasks.

4.7 Forced Labor

The Company does not traffic workers or in any other way exploit workers by means of threat, force, coercion, abduction, or fraud.

The Company does not use forced labor (slave, prison, indentured, bonded, or otherwise) in any of its facilities worldwide.

Working is voluntary, and workers are free to leave work and to terminate their working status with reasonable notice and in accordance with their specific agreements and applicable law.

The Company does not require workers to surrender government issued identification, passports, or work permits as a condition of employment.

4.8 Wages

The Company compensates its workers fairly, in compliance with all applicable laws and regulations relating to minimum wages, overtime hours, and other legally mandated benefits (e.g. paid time off, social security contributions, etc.).

The Company does not deduct or threaten deduction from wages as a disciplinary measure. For each pay period, the Company will provide a timely and understandable wage statement.

4.9 Working Hours

Working hours, including the number of hours and days worked, are not to exceed the maximum set by applicable local laws and regulations. In the absence of local law, a work week shall not be more than 60 hours per week, including overtime, except in emergencies or unusual situations. At minimum, workers shall be allowed to have at least one day off every seven days.

5 ENVIRONMENT

5.1 Nature Conservation

By blending commercial forestry with areas of conservation, the Company can maximize relative biodiversity gains. Filling the global structural supply gap with sustainable forestry protects natural woodlands, preventing deforestation and further loss of biodiversity.

The Company strives to continuously improve environmental management through audits and reviews of activities.



5.2 Waste Management

The Company must establish a comprehensive system to guarantee secure handling, transfer, storage, recycling, reuse, or proper management of both waste and wastewater discharges in their areas of forestry operations. This system should be designed to uphold environmental sustainability and adhere to established regulations and standards.

6 BUSINESS PARTNERS

The Company requires all business partners such as suppliers, contractors and consultants to comply with all relevant laws and regulations, especially in connection with all their direct business with the Company.

The Company's principal business partners are expected to implement and follow policies with equivalent standards to this Code.

7 COMPLIANCE WITH THE CODE

7.1 Code Acknowledgement

Personnel will be provided with a copy of this Code and they will be required to formally acknowledge it as part of their contracting and on-boarding process and with every new version with material changes by signing a statement of commitment.

7.2 Reporting of Violations

The Company strongly encourages Personnel who know of or suspect a violation of applicable laws, regulations, this Code or the Company's policies to report that information immediately.

Any person reporting a violation must treat the information they provide as confidential. The Company will treat the information as confidential, to the extent reasonably possible and permitted by law. The Company may also disclose this information if it is required or deemed advisable in connection with any governmental investigation or report.

Any person reporting a violation can remain anonymous if they so desire.

The Company will not tolerate any kind of retaliatory measures against any person who, in good faith, reports suspected wrongdoing, or complaints about violations.

All reported violations will be timely investigated. A person reporting a violation should not conduct their own preliminary investigations. Investigations of alleged violations should be conducted by a neutral experienced party.



7.3 Disciplinary measures

Subject to applicable law and agreements, Personnel who violate this Code and related Company's policies may be subject to disciplinary action, up to and including termination of employment.



VERSION CONTROL

VERSION	DESCRIPTION	DATE
v002	Editorial revision. Corrections and/or adjustments to spelling, formatting, and terminology aligned with the Company's management system(s). No substantive changes.	13 April 2026
v001	Initial version approved by the Board of Directors	13 June 2025