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	July 21,2025	2.0

***To All Directors, Officers and Employees of Altius Group***

The Code of Business Conduct and Ethics (the “Code”) applies to all Directors, officers employees, off roll associates (on third party roll), trainees of Altius Group, including its controlled subsidiaries (collectively, “Altius”, “we,” “us,” “our” or the “company”), unless such controlled subsidiaries that have adopted their own Code of Conduct with policies that are consistent with the provisions of this Code.

It has always been and remains our policy that all of our activities should be conducted with the utmost honesty and integrity and in full compliance with all legal and regulatory requirements. In varying degrees, as a manager or employee of the company, you represent us in your dealings with others, whether they be other employees, customers, suppliers, competitors, governments or the general public. Each of us is responsible for preserving and enhancing the company’s world-class reputation and the Code sets out what is expected of all of us who are part of the team.

The enclosed Code, which has been endorsed by Altius’ Board of Directors/equivalent, sets out the commitments we all must make as part of the Altius’ team. We urge you to read it carefully.

The Code does not cover every situation you may encounter while at Altius and that is not its purpose. Rather the Code sets forth basic principles and standards you must adhere to. When in doubt, please refer any questions to your supervisor or Head Risk (or the Chair of the Board in the case of Directors).

Thank you for your continued dedication to Altius and for your commitment to upholding the standards set forth in the Code.

Yours truly,

Munish Seth  
Group Managing Director  
Altius

## Document History

Version No.	Approval Date	Description of Change
1.0	December 17,2024	New document approved by Board
2.0	July 21,2025	<ul style="list-style-type: none"><li>• Violation of code by director can result in termination of director agreement</li><li>• New clause added to enhance the importance and measures for cybersecurity risk</li><li>• Additional data security measures prescribed by new version of the code</li><li>• Sustainability Management replaces the existing ESG clause</li><li>• Compliance with all sanction laws applicable in the jurisdictions in which Altius and parent company operate</li><li>• Timing of reporting at Ethics helpline updated</li><li>• References to the Chief Risk Officer and Internal Legal Counsel have been appropriately updated to reflect the Head Risk</li></ul>

# CODE OF BUSINESS CONDUCT AND ETHICS

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## **SUMMARY OF THE CODE'S PRINCIPLES<sup>1</sup>**

### **PROTECTING THE COMPANY'S ASSETS, RESOURCES AND DATA**

- We often have sensitive confidential information about Altius, about other companies, our parent company, our customers, and our Directors, officers and employees; preserving the integrity of this information is vital to our business and reputation and is necessary to meet our obligations under data protection laws.
- Electronic communications relating to business activities may not be conducted through electronic communication systems that have not been specifically approved for business activities, including (among others) personal email accounts, personal text messaging, non-approved chat forums, and social media.
- Employees must complete mandatory data protection training and mitigate cybersecurity risks by being vigilant about opening attachments or clicking on links.

### **ACCURACY OF BOOKS AND RECORDS AND PUBLIC DISCLOSURES**

- We should take care that our books and records are accurate and that all of our business transactions are properly authorized.
- Because our parent company is a public company, we must ensure that our communications and other disclosures to the market are true and accurate.

### **DUTIES TO STAKEHOLDERS**

- A company's reputation is critical and we should act responsibly in dealings with our customers, clients, suppliers, other stakeholders and competitors.

### **COMMUNICATIONS AND MEDIA**

- Be careful in your written communications made over company information systems, such as email and messaging applications, as this is a permanent record.
- You must ensure that your online activities, including your use of social media, are appropriate and reflect well on Altius.

### **CONFLICTS OF INTEREST AND PERSONAL BEHAVIOUR**

- As a representative of the company your personal behavior must be consistent with our values.
- You should declare all situations of conflict of interest promptly and should not hire, employ or otherwise solicit, orally or in writing, any related party to provide goods or services to Altius.
- We must be cognizant that we face a heightened risk that one's personal interests may conflict with or appear to conflict with the interests of the company.

### **POSITIVE WORK ENVIRONMENT**

- We value diversity, equity and inclusion and we should all do our part to create and maintain a respectful work environment where everyone feels safe, included and productive.

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1. These principles are for summary purposes only. For more detailed information on each of these items consult the Code attached.

- Our success is dependent on establishing a workplace culture free from discrimination, violence, harassment and other negative influences.

## **COMPLIANCE WITH LAWS, RULES, REGULATIONS AND POLICIES**

- We, including our parent company, operate in many jurisdictions and are subject to different laws, rules and regulations; you need to be aware of the laws that apply to your activities so that you can comply with them; ignorance of the law is no excuse.
- The company has corporate policies that you must be familiar with, as they govern your business practices and other conduct while at Altius.
- Our Company is committed to compliance with applicable laws, rules, regulations and policies. Each of us must recognize our personal obligations as individuals, to understand and comply with the laws, rules, regulations and policies that apply to us in the conduct of our duties, including those that apply specifically to public companies, asset managers and investment advisers, as well as laws with broader applicability such as prohibitions on insider trading and other forms of market abuse.
- Prohibitions on trading in Company's securities may apply when Company is in trading window closure period relating to the release of its earnings or when it is in a special trading window prohibition period. Information on trading window can be obtained via the Company's website. If you have questions about securities laws or the Company's internal trading policies and procedures, contact the Compliance Officer as defined in the Code of Conduct for Prohibition of Insider Trading or refer to the Code of Conduct for Prohibition of Insider Trading policy itself.

## **FREQUENTLY ASKED QUESTIONS**

### **WHY DO WE HAVE A CODE?**

The Code serves as a guide for how you should conduct yourself as a member of the Altius team. Preserving our corporate culture and ensuring compliance with legal, regulatory and fiduciary duties is vital to the organization and following the Code helps us do that.

### **WHO MUST FOLLOW THE CODE?**

All Directors, officers, employees, off roll associates (on third party payroll), trainees and temporary workers of Altius, its wholly-owned subsidiaries, and Special Purpose Vehicles (SPVs).

### **WHAT ARE YOUR RESPONSIBILITIES?**

You have two responsibilities. First, you must follow every aspect of the Code and the policies referred to herein and certify your commitment each year. Second, if you suspect someone may be violating the Code or the policies referred to herein, you have an obligation to report it. To make a report, follow the section of the Code: "Reporting Potential Code Violations".

### **HOW WILL I KNOW IF THERE IS A PROBLEM?**

The Code attempts to deal with the most common issues that you may encounter, but it cannot address every question that may arise. When you're not sure what to do, ask yourself the following questions:

- Is it illegal?
- Does it feel like the wrong thing to do?

- Would you feel uncomfortable if others knew about it?
- Will it have the potential to create a negative perception of you or the company?
- Do you have a personal interest that has the potential to conflict with the company's interest?

If you answer "yes" to any of these questions your proposed conduct may violate the Code and you should ask for guidance.

#### **HOW SHOULD I ASK FOR GUIDANCE?**

If you have questions about the Code, any policies or guidelines referred to herein, or about the best course of action to take in a particular situation, you should seek guidance from your supervisor or Head Risk.

#### **WHAT IF I WOULD LIKE TO MAKE AN ANONYMOUS REPORT?**

You may make an anonymous report by contacting the company's reporting Ethics Helpline, which is operated by an independent third party and is available for 07 AM to 11 PM on Monday to Friday. If you choose to make an anonymous report, your anonymity will be protected to the fullest extent possible as permitted by law. Keep in mind, however, that maintaining your anonymity may limit the company's ability to investigate your concerns.

#### **WHAT ARE THE CONSEQUENCES FOR VIOLATING THE CODE?**

Violations of the Code or the policies and guidelines incorporated by reference herein, can vary in its consequences. If you're an employee, it could result in a reprimand or other disciplinary action, including the termination of your employment at the company for cause. If you're a Director, a violation may necessitate your resignation or termination under the terms of your director agreement, if any. Certain violations of the Code also contravene applicable laws and therefore can have severe consequences outside of Altius. Depending on your actions, failing to comply with the Code could lead to civil or criminal prosecution, which could result in substantial fines, penalties and/or imprisonment.

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## INTRODUCTION

This Code of Business Conduct and Ethics (the “Code”) applies to all Directors, officers, employees, off roll associates (on third party payroll), trainees and temporary workers<sup>2</sup> (collectively, “you”) of Altius Group, including its controlled subsidiaries (collectively “Altius”, “we,” “us,” “our” or the “company”), unless such controlled subsidiaries that have adopted their own Code of Conduct and/or other policies that are consistent with the provisions of this Code<sup>3</sup>.

“Altius Group” and/or “Altius” shall mean and include Altius Telecom Infrastructure Trust (“the InvIT”), Data Link Investment Manager Private Limited, Summit Digital Infrastructure Limited, Elevar Digital Infrastructure Private Limited, Crest Digital Private Limited, Crest Virtual Networks Private Limited, Roam Digital Private Limited, Jarvis Data Infra Project Manager Private Limited and such other entities as may be acquired by Altius as its Special Purpose Vehicle (SPV) in future.

Unless expressly stated otherwise in the relevant policy documentation, this policy shall be applicable to all Employees associated with Altius Group.

Notwithstanding anything contained within this document, the applicability of certain clauses or terms of this policy may vary as notified by the management to employees from time to time. Subject to periodic review, the Board and/or Management, as the case may be, reserves the right to amend, modify, or otherwise alter the terms, clauses, and/or the policy document from time to time.

## STANDARDS OF BUSINESS CONDUCT

Altius seeks to foster and maintain a reputation for honesty, openness, trust, integrity and professionalism. The confidence and trust placed in Altius, by our stakeholders is something we value greatly and endeavor to protect. In many respects, our reputation is our most vital business asset. Accordingly, all our activities should be conducted with honesty and integrity and in compliance with applicable legal and regulatory requirements.

We have adopted the Code and related policies and procedures to preserve our culture and to ensure compliance with legal, regulatory and fiduciary requirements applicable to our activities. We expect and require that you meet the letter and spirit of the Code (and related policies and procedures as updated and/or superseded from time to time). This code incorporates by reference the following corporate policies and programs which should be read in conjunction with the Code:

- Anti Bribery and Corruption Policy
- Gift, Entertainment and Hospitality Policy
- Interaction with Public Officials Policy

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<sup>2</sup> For purposes of the Code, “temporary workers” include non-full-time employees and consultants and contractors etc. that work on our premises. The business group retaining a temporary worker is responsible for ensuring that the temporary worker certifies their commitment to comply with the Code

<sup>3</sup> Where a subsidiary or controlled affiliate has adopted its own Code of Conduct and/or policies that are consistent with the provisions of this Code, the subsidiary or controlled affiliate’s Directors, officers, employees and temporary workers follow those policies, and, in case of a conflict, the terms of that Code control. Where a subsidiary or controlled affiliate has not adopted their own Code of Conduct and/or other policies that are consistent with the provisions of this Code, the subsidiary or controlled affiliate must review the Code and the policies in the context of their business to ensure that the Code and such policies are appropriate and address all legal and regulatory requirements and risks applicable to their business.

- Donations and Sponsorship Policy
- Third Party Management Policy
- Whistle Blower Policy
- Corporate Social Responsibility Policy

## **PROTECTING THE COMPANY'S ASSETS, RESOURCES AND DATA**

### ***The company's assets are to be used for legitimate business purposes only.***

The company's assets are for business, not personal use. The company's assets span many categories. Assets can be physical, tangible goods, such as office supplies, furniture, computers or intangible items, such as intellectual property. You have a responsibility to safeguard the company's assets from loss, damage, theft, misuse and waste. If you become aware of loss, damage, theft, misuse or waste of our assets, or have questions about your proper use of them, you should speak with your supervisor. The company's name (including its corporate letterhead and logo), facilities and relationships are valuable assets and must only be used for authorized company business.

If you use the company's assets for personal benefit, or are otherwise wasteful with the company's assets, you may be in breach of your duty to the company. You have a responsibility not to abuse company resources for reimbursement. Any requests for reimbursement for authorized company expenses must be for legitimate business expenses. If you are unsure whether a certain expense is legitimate, you should speak with your HR or refer to the company's Travel and Expense Policy.

### ***Confidential information must be protected at all times.***

We must protect confidential information in our possession - both information about us and information about our customers, suppliers, parent company and other third parties. Confidential information includes, but is not limited to, material non-public information, all confidential memos, notes, lists, records and other documents in your possession, in hard and soft copy. All of these are to be delivered to the company promptly after your employment ceases or at any time upon the company's request, and your obligation to protect this information continues after you leave the company. You must protect hard and soft copies of confidential information that are removed from the office (e.g. to be worked with at home or at external meetings).

It is important to use discretion when discussing company business. This includes respecting information barrier protocols where such protocols exist and discussing company business only with those individuals at the company that have a "need to know" the information. Additionally, be careful not to discuss company business in public places such as elevators, restaurants, and public transportation, or when using your phone or email outside of the office. You should also be careful not to leave confidential information in unattended conference rooms or in public places where others can access it. You must complete mandatory data protection training and mitigate cybersecurity risks by being vigilant about opening attachments or clicking on links.

We place high importance on combatting cybersecurity risk and, as such, conduct phishing simulations on a regular basis. The company employs disciplinary protocols related to failures of its simulations, which are implemented at company's discretion. These protocols include penalties and other measures that escalate in severity for successive failures. These measures may include any or all of the following:

- Informing your manager of the infraction;

- Assigning of mandatory additional cybersecurity training (both live and online);
- Written reprimands;
- Reduction or elimination of your annual bonus and/or other discretionary awards; and
- Termination of your employment.

Please refer to the Data Protection Program for further information about how to protect confidential and personal data. While at Altius, if you become aware of confidential information about the company or another entity that you know or suspect has been inadvertently disclosed, seek guidance from Head Risk before using or acting upon this information.

***Personal data held by or on behalf of the company must be used in compliance with data protection laws.***

The company collects personal data regarding individuals both inside and outside the organization where we have the lawful basis for doing so. This is necessary to effectively and efficiently administer and manage the operation of our business, including compliance with applicable laws. Personal data includes, among other things, sensitive personal, medical and financial information. We should take all reasonable steps to only hold personal data for as long as we have a need to retain it and in accordance with applicable law and company's Data Protection Program.

Collection and use of personal data are subject to various legal and regulatory requirements. You must take all reasonable steps to ensure that personal data is kept confidential and accessed only by those individuals at the company that have a need to know this information to carry out their duties. In addition, if it is necessary to the conduct of business to disclose personal data to a third party (e.g., so that a third party may provide services to the company or acquire an asset or business of the company) then you must ensure that such transfer complies with applicable legal and regulatory requirements. This may include ensuring the third party is subject to a written agreement which contains confidentiality obligations and, where relevant, other obligations which must be included under the data protection laws of certain jurisdictions in which we operate or have Clients. In all other cases, you may only disclose personal data pursuant to a legal or regulatory requirement.

You are responsible for ensuring that you understand and comply with our data protection/privacy policies. For more information about compliance with data protection laws, refer to Data Protection Policy and related policies referred to in the Data Protection Program.

***Intellectual property belongs to the company.***

During the course of your employment, you may be involved in the creation, development or invention of intellectual property such as concepts, methods, processes, inventions, confidential information and trade secrets, know-how, physical products, ideas, plans, programs, software, applications, code, works of authorship, trademarks, service marks and designs, alone or jointly with others, including but not limited to the improvement of existing intellectual property belonging to the company. All such intellectual property and the rights therein shall be owned by the company and your moral rights to such intellectual property. If any, will be waived. You are responsible for cooperating with the company and providing all necessary assistance, including the preparation and execution of any necessary documentation such as assignments and applications to register rights before relevant government authorities on behalf of the company, to ensure that all intellectual property and related rights become or are recognized as the exclusive property of the company.

***The documents of the company must be preserved.***

It is critical that you help preserve our business records, follow the guidelines set forth in any document retention policies and comply with related legal and regulatory requirements. If you are notified that your documents are relevant to an anticipated or pending litigation, investigation or audit, you must follow the guidance set forth in the notification you receive from legal counsel regarding retention of documents.

***Ensure Generative Artificial Intelligence (AI) Tools are used appropriately.***

Generative AI tools such as ChatGPT, Bard, Bing, Ernie, and other products with pre-trained language models are powerful tools that can benefit our business if used appropriately. The use of these tools, however, can present significant risks relating to the protection of confidential information and the reliability of AI generated outputs. Any information inputted into a generative AI tool becomes incorporated into the model. This creates the potential for inputs to be owned by the product provider and for such inputs to be shared with other users outside the organization.

Additionally, a generative AI tool is limited by the data available for its training. Such data may be incomplete or out of date, which can result in the model providing inaccurate or unreliable information. Other than as set out below, confidential, non-public, personal or proprietary information should not be shared with generative AI tools. This includes information relating to:

- Specific individuals,
- Altius, including our clients, vendors, investors, counterparties or investee companies, and
- Information protected by trademark or copyright.

Notwithstanding the foregoing, confidential, non-public, private and/or proprietary information can be shared with generative AI tools that have been explicitly approved and made available for confidential internal use through Altius' internal Technology Services Group, subject to such guidelines and/or policies as may be prescribed. Additionally, any output from a generative AI tool, including a version of an AI tool that has been approved for confidential internal use by the Technology Services Group, should be carefully reviewed and evaluated for its quality and accuracy. Altius and its employees remain responsible for the quality and accuracy of their work, including any judgments or decision making.

**ACCURACY OF BOOKS AND RECORDS AND PUBLIC DISCLOSURES**

***Ensure that the books and records of the company are complete and accurate and that all business transactions are properly authorized.***

The books and records of the company must reflect all its transactions in order to permit the preparation of accurate financial statements. Directors, Employees and off roll associates must never conceal information from (i) an external auditor; (ii) an internal auditor; or (iii) an audit committee of the company. In addition, it is unlawful for any person to fraudulently influence, coerce, manipulate or mislead an external auditor of the company.

The company's contracts and agreements govern our business relationships. Because the laws governing contracts and agreements are numerous and complicated, we have put in place policies and procedures to ensure that any contract entered into by the company has the appropriate level of approval. As a result, employees who enter into contracts or agreements on behalf of the company must have proper authorization to do so and, prior to their execution, these documents must be reviewed by legal counsel where required by policy or practice. Consult Head Risk if you are unsure whether a contract requires a

review. Further, if you are unsure whether you have proper authorization to enter into a contract on behalf of the company, refer to the company's Delegation of Authority Policy.

***Ensure that the company provides full, true and plain public disclosure.***

All employees who are responsible for the preparation of the company's public disclosures, or who provide information as part of this process, must ensure that public disclosures of information are made honestly and accurately. Employees must be aware of and report any of the following: (a) fraud or deliberate errors in the preparation, maintenance, evaluation, review or audit of any financial statement or financial record; (b) deficiencies in, or noncompliance with, internal accounting controls; (c) misrepresentations or false statements in any public disclosure document, such as annual and quarterly reports, prospectuses, information/proxy circulars and press releases; or (d) deviations from full, true and plain reporting of the company's financial condition.

Additionally, each person who is in a financial reporting oversight role, and their Family Members<sup>4</sup> are prohibited from obtaining any tax or other services from the external auditor, irrespective of whether the company or such person pays for the services.

**DUTIES TO STAKEHOLDERS**

***Deal fairly with the company's stakeholders.***

You must deal fairly with the company's customers, suppliers, communities in which we operate, other stakeholders and competitors. To preserve our reputation and relationship with stakeholders, do not engage in any illegal or unethical conduct when dealing with stakeholders or competitors.

**COMMUNICATIONS AND MEDIA**

***Use the company's various forms of communication properly and appropriately.***

All business matters communicated in writing must be conducted via the company's email system and/or through other systems provided and approved by the company for such use<sup>5</sup>. These systems must be installed by the company's internal Technology Service Group on your devices. You must always use our e-mail, Internet, telephones and other forms of communication appropriately and professionally. Employees must comply with our Enterprise Information Security Policy and all related policies. While we appreciate the need for limited use of these tools for personal purposes, any such use should not be excessive or detract from your work. As outlined in the summary of the Code's principles, electronic communications relating to business activities may not be conducted through electronic communications system that have not been specifically approved for business activities, including (among others) personal email accounts, personal text messaging, non-approved chat forums and social media.

Employees should not email business information to their personal email accounts or maintain a copy of business information on their personal computers, other non-company owned electronic devices or other non-approved external systems or applications. When using company-provided technologies such as computers, cell phones and voicemail, you should not expect that the information you send or receive is private. Your activity may be monitored to ensure these resources are used appropriately and are in compliance with the company's policies and laws and regulations.

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<sup>4</sup> For the purposes of this Code, "Family Members" are your spouse, partner or other family members who live in the same dwelling as you.

<sup>5</sup> Company's current approved system and additional systems as may be approved over time.

Employees should keep their company login ID and password secure and not share these credentials with anyone (internal or external). Employees should take care when using company's email system and other systems and devices to ensure that no viruses, malware or similar items are introduced into the systems or devices, including by clicking on links in phishing emails. Be cautious of social engineering tactics (including email, voice and text-based phishing) as they can manipulate your trust and compromise the security of our organization. You should exercise particular caution when opening unsolicited emails from unknown sources or an email which appears suspicious. Always report all suspicious messages using the "Report Message" button in Microsoft Outlook. Promptly report any usually or suspicious activity to the Information Security Team on [it.helpdesk@altiusinfra.com](mailto:it.helpdesk@altiusinfra.com). Your vigilance is crucial in ensuring the integrity of our systems, especially if you use our IT equipment/devices outside the workplace. Our systems contains information which is confidential and subject to data protection legislation. Such information must be treated with extreme care and in accordance with our Data Protection Policy and Data Protection Program.

***Be cautious in your use of social media.***

The company's social media policy is that, unless you are expressly authorized, you are strictly prohibited from commenting, or posting about, or otherwise discussing the company, its customers, and our parent company and its securities, investments and other business matters on all social media forums, including, but not limited to, social networks, chat rooms, wikis, virtual worlds and blogs (collectively, "social media"). You are a representative of the company when engaging in online activities and you must ensure that your behaviour online, including on social media, is appropriate and consistent with our values. For further information on the appropriate use of social media, you should refer to company's Media, social media & communications policy

***Do not speak on behalf of the company unless authorized to do so.***

Because our parent company is a public company, it is important to ensure our communications to the investing public are: (a) timely; (b) full, true and plain; and (c) consistent and broadly disseminated in accordance with all applicable legal and regulatory requirements. You may not make public statements on the company's or our parent company's behalf unless you have been designated as a spokesperson under Media, social media & communications policy.

Our parent company employs professionals who are trained and qualified as spokespersons to release information to the public and legal counsel who are authorized to communicate with regulators, stock exchanges, and other members of the public or media. You may be contacted by a member of the media, a shareholder, a financial analyst, a governmental authority or any other third party for information about the company or our parent company and its business, and a response can have far-reaching implications, including effects on our ability to compete. When we provide information on the company's operational strategies, financial results or other material information, we must ensure both that the information is accurate and that it is an appropriate time to "go public" with that information. If you receive a request from outside the company to speak on the company's behalf and you are not authorized to do so, refer the request to your supervisor, who may forward the request to the Director, who may seek the guidance of individuals at our parent company employed in investor relations or communications.

**CONFLICTS OF INTEREST AND PERSONAL BEHAVIOUR**

***Exhibit personal behavior that reinforces a positive image of you and the company.***

Your personal behavior, both inside and outside work, should reinforce a positive image of you, the company, its business activities and clients, and our parent company. It is essential to use good judgment in all your personal and business dealings. You should refrain from engaging in activities that could hurt the company's reputation, or yours, and that could undermine the relationship of trust between you and the company or between the company and its clients. Employees who have acted inappropriately may be subject to disciplinary action up to and including termination for cause.

***Remember your duties to Altius Group, when participating in outside personal interests; obtain permission before pursuing business activities outside the scope of your role with the company.***

The company encourages Directors and employees to be active participants in their community. While pursuing personal, political, not-for-profit activities or other similar activities, be mindful that your participation in any outside interest must not prevent you from adequately discharging your duties to the company and should not conflict with or otherwise be adverse to the company's interests. In addition, ensure that when you are involved in these activities you are not seen to be speaking or acting on behalf of the company or the parent company without express authority.

"Outside Business Activities," otherwise known as "OBAs" include any business activities outside the scope of one's role with the company, including any activity as an employee, independent contractor, sole proprietor, officer, Director, or partner of another business organization, regardless of whether compensation is involved. Employees must receive approval from their business unit and a member of the Legal & Regulatory Group prior to accepting an OBA. Directors of the company must advise the Chair of their Board of Directors prior to taking on any OBAs. Subject to any local regulatory requirements, prior approval is not required to serve on boards of charities or small, private family holding companies that have no relation to the company. For greater clarity, approval is not needed to serve on the board of a family holding company which is an extension of one's personal business affairs; however, it is needed to serve on the board of a private operating business with significant operations. When in doubt whether you need to obtain permission, consult with a member of Head Risk.

***Avoid situations in which your personal interest conflict with the interests of the company or others as clients of the company.***

A "conflict of interest" for this purpose occurs when a person's private interest incline the person, consciously or unconsciously, or appears to incline the person to act in a manner which is not in the interests of the company. You may have a conflict of interest if you are involved in any activity that prevents you from performing your duties to the company properly, or that may create a situation that could affect your ability to act objectively, effectively and in the best interests of the company, including due to among other things, personal interests or receipt of benefits from our relationships with companies, business partners, counterparties, investment banks, brokerage firms, service providers, and other constituencies. Accordingly, you must place the company's interest in any business matter ahead of any personal interest. Remember that the company's interest includes the company's obligations to its clients.

You may also have a conflict of interest or the appearance of a conflict of interest as a result of a "close personal relationship" with another employee at the company. To ensure that these relationships are managed appropriately, and to deal with any possible conflicts of interest in an appropriate and responsible manner, you are expected to disclose the existence of such relationships to your Human Resources department.

For the purposes of the Code, a close personal relationship includes, but is not limited to, relationships with a parent or parent equivalent (e.g., adoptive parent), close relative or friend, spouse, fiancée, common law, or anyone else with whom you are in, or have been in, a romantic or intimate relationship.

The best way to judge whether you may have a conflict of interest is to ask yourself whether a well-informed person would reasonably conclude that your interest, activity or close personal relationship could in any way influence your decision or performance in carrying out a duty on behalf of the company. To avoid conflicts of interest, identify potential conflicts when they arise and contact Head Risk if you are unsure whether a specific interest or activity gives rise to a conflict situation or contact Human Resources to disclose any close personal relationship that may give rise to a conflict. Directors should consult with the Chair of their Board of Directors on conflicts matters. In addition, if you become aware of any conflict or potential conflict of another Director, officer or employee, you should consult with Head Risk or the Director, as appropriate.

***Do not take corporate opportunities as your own personal opportunities.***

You are prohibited from taking personal advantage of a business or investment opportunity that you become aware of through your work at Altius. You owe a duty to the company to advance its interests when the opportunity arises, and you must not compete with the company in any way.

**POSITIVE WORK ENVIRONMENT**

***Be committed to our respectful work environment free from discrimination<sup>6</sup>, violence<sup>7</sup> and harassment<sup>8</sup>.***

Altius is committed to promoting equal opportunities and diversity in the workplace. We value diversity, equity and inclusion, and we should all do our part to maintain our respectful work environment where everyone feels safe, included and productive. The company does not tolerate workplace discrimination, violence or harassment. All Directors, officers and employees must work to ensure that the company is a safe and respectful environment where high value is placed on integrity, fairness and respect. For more information on our commitment to its positive work environment, refer to the company's *Positive Work Environment Policy*.

***You have a duty to report discrimination, violence and harassment.***

If you experience or become aware of what you believe to be discrimination, violence or harassment, you are expected to report it in accordance with the "Reporting Potential Code Violations" section of the Code and/or in accordance with the Positive Work Environment Policy. Reports of discrimination, violence or

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<sup>6</sup> Discrimination" means the differential treatment of an individual or group based on prescribed characteristics protected by law. Prescribed characteristics generally include age, colour, race, religion, sex, gender, marital status, ancestry, sexual orientation, national origin and/or disability. It does not matter whether the discrimination is intentional; it is the effect of the behaviour that matters.

<sup>7</sup> Violence" means an action (oral, written or physical) which causes, is intended to cause, could reasonably be interpreted as a threat to cause, or is capable of causing death or bodily injury to oneself or others, or property damage.

<sup>8</sup> "Harassment" means conduct which is known or ought reasonably to be known to be unwelcome and includes conduct (e.g. comments and actions) which would be perceived by a reasonable person as being hostile, humiliating or abusive or cause him/her torment. Harassment covers a wide range of conduct and includes sexual harassment, bullying and psychological harassment. Harassment may occur in a variety of ways and may, in some circumstances, be unintentional, but regardless of intent, all harassment negatively affects individual work performance and our workplace as a whole.

harassment will be taken seriously and investigated. If you are found to be discriminating against, acting or threatening to act violently towards, or harassing any individual, or if you knowingly condone the discrimination of, violence towards, or harassment of another individual, you will face corrective action up to and including termination without notice and for cause.

We want to create a culture of reporting when it comes to discrimination, violence and harassment, as reporting is essential for us as a company to stamp out these behaviors. While we reserve the right to take corrective action if you knowingly make a false accusation about an innocent party, you will not face retaliation for making a good faith report or assisting in the investigation of a report.

***Be committed to ensuring the health and safety of fellow Directors, officers and employees.***

We all have the right to work in an environment that is safe and healthy. In this regard, you must:

- a. comply strictly with all occupational, health and safety laws and internal procedures;
- b. not engage in illegal or dangerous behaviour, including any acts or threats of violence;
- c. not possess, distribute or be under the influence of drugs while on company premises or when conducting company business; and
- d. not possess or use weapons or firearms or any type of combustible material in the company's facilities, or at company-sponsored functions.

If you or someone you know is in immediate danger of serious bodily harm, first call local law enforcement authorities and then report the incident in accordance with the "Reporting Potential Code Violations" section of the Code.

***Sustainability Management***

Our sustainability strategy is centered on preserving and creating value for our stakeholders—now and in the future. We manage our company by combining economic goals with responsible citizenship. This is consistent with our longstanding philosophy and experience that conducting business with a long-term perspective in a sustainable and ethical manner maximizes value. It also requires maintaining a disciplined focus on integrating and operating with robust sustainability principles and practices. Our Sustainability Policy/ principles outlines our approach to sustainability and is based on the following guiding principles:

1. Mitigate the impact of our operations on the environment:
  - a. Strive to minimize the environmental impact of operations and improve our efficient use of resources over time.
  - b. Support the goal of reaching net zero greenhouse gas (GHG) emissions by 2050 or sooner.
2. Strive to ensure the well-being and safety of employees:
  - a. Foster a positive work environment based on respect for human rights, valuing diversity, and having zero tolerance for workplace discrimination, violence or harassment.
  - b. Operate with leading health and safety practices to support the goal of zero serious safety incidents.
3. Uphold strong governance practices:
  - a. Operate to the highest ethical standards by conducting business activities in accordance with the Code.

- b. Maintain strong stakeholder relationships through transparency and active engagement.
4. Be good corporate citizens:
- a. Strive to ensure the interests, safety and well-being of the communities in which we operate are integrated into our business decisions.
  - b. Support philanthropy and volunteerism by our employees.

### ***Human Rights and Anti-Modern Slavery***

We are committed to conducting business in an ethical and responsible manner, including by carrying out our activities in a manner that respects fundamental human rights and supports the prevention of human rights violations within our business, including but not limited to:

- a. operating with leading health and safety practices to support the goal of achieving zero serious safety incidents
- b. striving to ensure that the interests, safety and well-being of the communities in which we operate are integrated into our business decisions;
- c. fostering a positive work environment based on respect for human rights, valuing diversity and having zero tolerance for workplace discrimination, violence or harassment and;
- d. operating to the highest ethical standards by conducting business activities in accordance with our Code of Business Conduct and Ethics.

We strive to embed these standards into all of our core business activities, including training, communications, contracts and due diligence processes set out in our Anti slavery and human trafficking policy. These practices extend to our interactions with our key suppliers and other business partners.

### **COMPLIANCE WITH LAWS, RULES, REGULATIONS AND POLICIES**

***Know and comply with all laws, rules, regulations and policies applicable to your position.***

The company is committed to compliance with applicable laws, rules, regulations and policies. Many of our company's activities are governed by laws, rules, regulations and policies that are subject to change. If you have questions about the applicability or interpretation of certain laws, rules, regulations or policies relevant to your duties at the company you should consult with the company's Head Risk. In the event a local law, custom or practice conflicts with the Code you must adhere to whichever is most stringent. If you know of any of our practices that may be illegal, you have a duty to report it. Ignorance of the law is not, in general, a defense to breaking the law. We expect you to make every reasonable effort to become familiar with the laws, rules, regulations and policies affecting your activities and to comply with them. If you have any doubts as to the applicability or interpretation of any of the above, you should obtain advice from the company's Head Risk.

***Do not trade in securities of the parent company or in any other publicly-traded securities if you possess material non-public information.***

While at the Company, you may have access to or become aware of material<sup>9</sup> non-public information either about the parent company, a subsidiary or controlled affiliate, or a related or unrelated publicly-traded entity. You must not use this information to gain a financial advantage for yourself or others, either by way of making a trade for yourself, “tipping” others on the information (i.e. disclosing the information to others such as relatives or friends), or otherwise. Doing so is not only a violation of the Code that will result in immediate termination for cause but is also a serious violation of securities laws and will expose any individuals involved to potential civil and criminal prosecution.

***Do not give or receive bribes, including “facilitation payments”.***

We value our reputation for conducting business with honesty and integrity. It is vital for us to maintain this reputation as it generates confidence in our business by our stakeholders, which ultimately means it is good for business. We do not pay bribes in furtherance of our business, either directly or indirectly, and you are not permitted to pay bribes on our behalf or authorize others to pay bribes on our behalf. This commitment comes from the highest levels of management and you must meet this standard. A bribe is anything of value that is offered, promised, given or received to improperly influence a decision or to gain an improper or unfair advantage in promoting, enhancing, obtaining or retaining business. Bribery may not always be in the form of cash payments and may take many other forms, including gifts, travel, hospitality, political contributions, charitable donations, lobbying payments, sponsorships, employment opportunities, internships, and secondments. Facilitation payments<sup>10</sup> are also a form of bribe and are therefore not permitted. Refer to the company’s *Anti-Bribery and Corruption Policy* for further details.

***Giving or receiving gifts/entertainment should be reasonable, and in certain cases prohibited.***

Gifts and entertainment given to or received from persons who have a business relationship with the company are generally acceptable, if the gift or entertainment is modest in value, appropriate to the business relationship, and does not create an appearance of impropriety. No cash or cash equivalent payments should be given or received. In addition, gifts must not be given to or received from public officials except during key festivals with pre-approval from the Head Risk. Employees who do not comply with these requirements may be required to reimburse the company for the value of any gifts or benefits they make or receive on behalf of the company. Violations can result in severe consequences for you and/or the company, including findings of violations of laws, disciplinary action (up to and including dismissal for cause), and related civil penalties. For further details, refer to relevant policies for the giving/receipt of gifts, meals and other entertainment, and the making/soliciting of charitable donations.

**Political donations to political candidates, political parties and public officials is prohibited.**

The donation of funds, whether direct or indirect, to political parties, public officials, political campaigns and / or candidates for political office, with resources of the Company, is strictly prohibited. You may

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<sup>9</sup> Information about an entity is “material” if there is a substantial likelihood that a reasonable investor would consider the information important when deciding to buy, sell or hold that entity’s securities or if the information would reasonably be expected to result in a change in the market price or value of the securities. Information is “non-public” until it has been generally disclosed to the public and adequate time has passed for the securities markets to analyze the information. If you are not sure whether information is material or non-public, consult with Head Risk for guidance.

<sup>10</sup> Facilitation payments are small payments made to secure or speed up routine actions or otherwise induce public officials or other third parties to perform routine functions they are otherwise obligated to perform, such as issuing permits, approving immigration documents or releasing goods held in customs. This does not include legally required administrative fees or fees to fast-track services.

not pressure or solicit other employees to make political contributions or participate in support of a political party or candidate. To ensure that we do not breach the law regarding political donations, all political donations, no matter how small, made on behalf of the company (directly or indirectly) must be approved in advance by the Ethics Committee.

***We must prevent the use of our operations for money laundering or any activity that facilitates money laundering, the financing of terrorism, or other criminal activities.***

The company is strongly committed to preventing the use of its operations for money laundering, the financing of terrorism, or other criminal activities, and will take appropriate actions to comply with applicable anti-money laundering laws. Jurisdictions may publish lists of individuals and organizations that the company is prohibited from accepting funds from or distributing funds to under applicable anti-money laundering laws. Employees are expected to use reasonable care to verify that counterparties are not owned or controlled by, or acting on behalf of, sanctioned governments, groups, individuals or others. This includes requiring counterparties to make anti-money laundering representations in documents with the company, which internal legal counsel (or legal counsel of our parent company) can provide upon request.

***We must comply with all sanctions laws applicable in the jurisdictions in which we operate.***

The U.S. and other jurisdictions and international organizations utilize economic sanctions to promote national security or advance foreign policy objectives. These sanctions prohibit companies from conducting business with certain countries, individuals or entities. Restricted activities may include transfers of assets, monetary payments, provision of services, financial dealings, exports and imports and travel to certain countries.

Our parent company and we are required by law to comply with sanctions restrictions applicable in the jurisdictions in which we operate and in other jurisdictions, such as the U.S., where such laws have extra jurisdictional reach.

***You should consider your rights and obligations when providing information to governmental authorities.***

Either during or following your employment or directorship at Altius you may be contacted by governmental authorities (e.g. law enforcement, securities regulators, etc.) who are seeking confidential information from you which you obtained through your association with Altius. Whether you are able to respond to these questions or not, we strongly recommend that, for your own protection, you do not speak with authorities without first seeking legal advice on your rights and obligations. In this situation, you may contact the company's internal legal counsel who can help you retain counsel that can assist you.

Notwithstanding the foregoing, nothing in the Code prohibits or restricts you in any way from voluntarily (or upon request) communicating with, or providing information to any government authority, agency or regulator regarding any potential violations of law, rule or regulation, or from making other disclosures that are protected pursuant to applicable whistleblowing rules and regulations. For further information, refer to the Whistleblower Policy.

***You have internal reporting obligations in the event you are convicted of a felony or misdemeanor***

We are only as good as our people, and therefore our reputation depends on the reputation of the individuals who serve the company as a Director, officer or employee. Our screening process at Altius is rigorous and includes background checks so that we have the best information possible about our prospective Directors, officers and employees. Once at Altius, we expect you to continue to adhere to these principles of openness, honesty and transparency. If at any time while you are associated with the company you are convicted of a felony or misdemeanor (or been subject of any similar conviction in any jurisdiction) or are involved in any conduct that you think may be relevant to your reputation, you have an obligation to report this information to Head Risk or your supervisor so that it may be appropriately documented internally.

## **REPORTING POTENTIAL CODE VIOLATIONS**

### ***You are expected to make good faith reports.***

Internal reporting is critical to the company's success, and it is both expected and valued. You are required to be proactive and promptly report any suspected violations of the Code, or any illegal or unethical behavior or misconduct that you become aware of or are involved with. When making a report, please include specific details and back-up documentation where feasible in order to permit adequate investigation of the concern or conduct reported. Vague, nonspecific or unsupported allegations are inherently more difficult to pursue.

Employees are expected to report actual or potential misconduct or violations of the Code to their supervisor in the first instance, since their supervisor is generally in the best position to resolve the issue. Alternatively, you may contact the company's human resources department or the company's Head Risk to report any actual or potential misconduct or Code violations, or if you have any specific or general questions. Directors should promptly report violations to the Chair of their Board of Directors.

If you have questions about securities laws or the company's whistleblowing policy, contact Head Risk.

### ***In the event you do not want to report violations to your supervisor, human resources, or Head Risk, you can always report a complaint through the company's reporting hotline.***

Our reporting hotline (the "Ethics Helpline") is managed by an independent third party. The Reporting Hotline allows anyone to call anonymously (if they so choose) to report suspected unethical, illegal or unsafe behavior in English, Hindi and various regional languages of India. The Reporting Hotline is available toll-free on all working days from 7AM to 11 PM . Refer to the "Contact Information" section of the Whistleblower policy for the Reporting Hotline phone numbers. If you choose to make an anonymous report, your anonymity will be protected to the fullest extent possible as permitted by law.

### ***Complaints will be kept confidential and will be dealt with appropriately.***

The confidentiality of reported violations will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review and subject to applicable law. You may wish to identify yourself to facilitate our investigation of any report; however, you can make an anonymous report by calling the Reporting Hotline. The party receiving the initial report must record its receipt, document how the situation was dealt with and file a report with internal audit, which will be retained for the record. The Head Risk will report all illegal and unethical conduct in violation of the Code to the Ethics Committee of the company and externally in accordance with applicable laws.

***We prohibit retaliation against anyone who reports suspected violations of the Code or any law or regulation.***

No retribution or retaliation will be taken against any person who has filed a report based on the reasonable good faith belief that a violation of the Code or any law or regulation has occurred or may in the future occur; however, making a report does not necessarily absolve you (if you are involved) or anyone else of the breach or suspected breach of the Code. The company reserves the right to discipline you, if you provide false information or make an accusation you know to be untrue. This does not mean that the information that you provide has to be correct, but it does mean that you must reasonably believe that the information is truthful and demonstrates at least a possible violation of the Code. If you believe that you have been unfairly or unlawfully retaliated against, you may file a report with your supervisor, the human resources team, or Head Risk, or by calling the Reporting Hotline.

***You are required to cooperate in any internal investigation***

Directors, officers, employees, off roll associates are required to cooperate in any internal investigation into allegations of illegal or unethical behavior or misconduct. In connection with an internal investigation, you must provide honest, accurate and complete information.

**DISCIPLINARY ACTION FOR CODE VIOLATIONS**

Please note that we reserve the right to take disciplinary action for Code violations that fits the nature and particular facts of the violation. This could include immediate termination for cause and, if warranted, legal proceedings may be brought against you.

**STATEMENT OF COMPLIANCE**

Upon starting at Altius and controlled subsidiaries (unless such controlled subsidiaries have adopted their own Code of Conduct with policies that are consistent with the provisions of this Code) each Director, officer, employee and temporary worker will be provided with a copy of the Code and required to sign an acknowledgement. The acknowledgement is maintained by the company's Head Risk on an annual basis, each Director, officer, employee and temporary worker will be required to re-certify compliance with the Code. Annual execution of a Statement of Compliance with the Code and policies referred to herein or an annual certification of the Code shall be a condition of your continued directorship, employment or engagement with the company.

**WAIVERS**

A waiver of the Code will be granted only in very exceptional circumstances. A Code waiver for Altius employees, other than the company's executive officers, must be approved by the Director. A Code waiver for a Director, officer or employee of a subsidiary or controlled affiliate may be granted in accordance with the policies of the subsidiary or controlled affiliate, as consistent with the Code.

**AMENDMENTS**

Altius's Board of Directors reviews and approves the Code on at least an annual basis and is ultimately responsible for monitoring compliance with the Code.

## **CONTACT INFORMATION**

### **REPORTING ETHICS HELPLINE**

Details of Ethics Helpline to register a complaint is given in the Whistleblower Policy

### **INTERNAL CONTACTS**

If you have any questions on this Policy, please contact please reach out to Head Risk. For any complaints you may also reach out to Ethics Committee members or Head Risk.

### **LEGAL NOTICE**

The company reserves the right to modify, suspend or revoke the Code and any related policies, procedures, and programs at any time. The company also reserves the right to interpret and amend the Code and these policies in its sole discretion. Any amendments to the Code will be disclosed and reported as required by applicable law.

The company employs unionized employees. If the Code conflicts with a collective bargaining agreement governing the wages and/or conditions of employment for unionized employees, the collective bargaining agreement will prevail; if a collective bargaining agreement is silent with respect to an area addressed in the Code, or if the Code supplements a collective bargaining agreement, unionized employees are expected to abide by the Code.

Neither the Code, nor any of the policies referred to herein, confer any rights, privileges or benefits on any employee, create an entitlement to continued employment at the company, establish conditions of employment for the employee, or create an express or implied contract of any kind between employees and the company. In addition, the Code does not modify the employment relationship between employees and the company.

The Code is posted on our website and intranet. The version of the Code on our website and intranet may be more current and supersedes any paper copies, should there be any discrepancy between paper copies and what is posted online.

**SCHEDULE A**

**Altius Group**

**CODE OF BUSINESS CONDUCT AND ETHICS  
STATEMENT OF COMPLIANCE**

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**All Directors, officers, employees, off roll associates and temporary workers must complete this Statement of Compliance**

I have received, reviewed and understand the Code of Business Conduct and Ethics (the “Code”) of Altius (the “company”)

I hereby agree to comply with the Code, including its provisions for nondisclosure of information both during and after my appointment or employment.

To the best of my knowledge [*Check the applicable box*]:

I am not involved in any situation that conflicts or might appear to conflict with the Code.

I have promptly disclosed to *<include title of individual responsible for collection of conflict of interest disclosures>* all conflicts or potential conflicts with the Code that I have been involved in since the date of the last Statement of Compliance signed by me and such conflicts have been resolved to the company’s satisfaction.

I also agree to notify my supervisor immediately of any change that might adversely affect my compliance with the Code.

<b>Name:</b>	_____
	(Please print)
<b>Company:</b>	_____
<b>Position Title:</b>	_____
<b>Branch/Department:</b>	_____
<b>Location:</b>	_____
<b>Date and Signature:</b>	_____
	(mm/dd/yy)
	_____
	(Signature)

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Neither the Code, nor any of the policies referred to herein, confer any rights, privileges or benefits on any employee or create an entitlement to continued employment at the company.

The Code is posted on our website and intranet. The version of the Code on our website and intranet may be more current and supersedes any paper copies, should there be any discrepancy between paper copies and what is posted online.