



# Code of Ethics

## Message from the executive team

*SmartUse Solutions is a company dedicated to innovation and technological advancement of the construction industry. We build solutions that enable our customers to become more efficient, execute projects quicker and more accurately and most of all work in an open and collaborative environment. To bring these benefits to our customers, we as a team need to embrace a corporate culture that promotes innovation, friendliness, integrity, commitment, recognition and a continuous focus on customer satisfaction.*

*We invite all our employees and contractors to embrace SmartUse values by reading, reflecting upon and acknowledging your agreement with the Code of Ethics below. Please see your immediate supervisor, or the Ethics & Compliance Officer, in case of any comments, questions or clarifications.*

*Thank you for your hard work and dedication!*

CEO

President and COO

## TABLE OF CONTENTS

1.	Introduction	3
2.	Ethical Principles and Core Values	3
3.	Decision Making and the Code of Ethics	3
4.	Reporting/Speaking Up	3
5.	Equal Opportunity	4
6.	Harassment	4
7.	Drugs and Alcohol	4
8.	Conflicts of Interest	4
9.	Confidentiality	4
10.	Privacy	5
11.	Bribery, Facilitation Payments and Gifts	5
12.	Charitable and Political Contributions	6
13.	Protection and Proper Use of Company Assets	6
14.	Money Laundering	6
15.	Insider Trading	6
16.	Health and Safety	7
17.	Remote / Offsite Work	7
18.	Information Technology	7
19.	Internet Use	7
20.	External Communication	7
21.	Use of Social Media	8
22.	Code of Conduct Acknowledgement	8

## 1. Introduction

- a. This Code of Ethics applies to all SmartUse personnel, including board members, executive team, managers and employees.
- b. The Code of Ethics applies also to contractors that are engaged by SmartUse to collaborate on our business initiatives and projects.

## 2. Ethical Principles and Core Values

SmartUse considers itself a socially responsible corporate citizen and believes in conducting business in ways that are ethical and responsible.

Our culture is based on the following values:

- *Entrepreneurship*
- *Customer focus*
- *Agility*
- *Honesty*
- *Integrity*
- *Respect for colleagues and business partners*
- *Responsibility*
- *Accountability*
- *Respect of the laws*
- *Commitment to internal codes of conduct*

The company shall not engage in practices that harm human rights such as use of forced labor or child labor.

## 3. Decision Making and the Code of Ethics

SmartUse expects its employees and contractors to apply the Code of Ethics when performing work for SmartUse or conducting any business on behalf of our company. The decisions that we take during our day to day tasks need to respect the laws and regulations, our Code of Ethics and corporate values. If a decision or action is in conflict with any of these, then most probably this decision or action is not right for our company and we need to rethink it to find a better way.

Failure to apply the Code of Ethics can result in disciplinary action, including termination of employment.

## 4. Reporting/Speaking Up

If you have a code related question or concern or want to report a possible code violation, please act immediately. You can contact your direct supervisor, or Ethics & Compliance Officer. Please contact a relevant government agency if you suspect that a violation of law occurred and inform the Ethics & Compliance Officer.

SmartUse encourages all personnel to ask questions and raise issues without fear of retaliation and is committed to treating reports seriously and investigating them thoroughly.

The company does not tolerate retaliation against anyone who makes a good faith report of suspected misconduct or otherwise assists with an investigation or audit.

## 5. Equal Opportunity

Employment with SmartUse is based on professional competence, qualifications and performance. SmartUse policy is to strictly prohibit unlawful discrimination or harassment on the basis of race, color, religion, nationality, pregnancy status, gender, age, marital status, mental or physical disability, medical condition, sexual orientation, or any other characteristics protected by law.

SmartUse is committed to make all reasonable accommodations for the disabled in accordance with protections that apply by law.

## 6. Harassment

SmartUse's culture is to treat all employees, contractors, customers, business partners and other stakeholders with dignity and respect at all times. In our environment there is no place for harassment, bullying or any type of abusive behavior.

SmartUse prohibits any type of harassment, including physical, sexual, verbal or other and will take disciplinary action up to, and including, termination against persons found to engage in or promote harassment.

Harassment can include actions, language, written words or objects that create an intimidating or hostile work environment, such as:

- *Yelling at, intimidating or humiliating someone*
- *Physical or verbal violence*
- *Unwanted sexual advances, invitations or comments*
- *Visual displays such as derogatory or sexually-oriented pictures or gestures*
- *Physical conduct including assault or unwanted touching*
- *Threats or demands to submit to sexual requests as a condition of employment or to avoid negative consequences*

## 7. Drugs and Alcohol

SmartUse's policy is to prohibit alcohol and cannabis consumption during work hours. Illegal drugs and use of controlled substances are strictly prohibited, as this is incompatible with employee's job performance or the safety in the workplace.

## 8. Conflicts of Interest

A conflict of interest can occur when an employee's personal activities, investments or associations compromises willingness or ability to act in the company's best interests. Employees are required to avoid the types of situations that create conflicts of interest.

SmartUse encourages employees to disclose any relationships, associations or activities that could create actual, potential, or even perceived, conflict of interest to their immediate supervisor, or Ethics & Compliance Officer,.

## 9. Confidentiality

Confidentiality requirements apply to information that is proprietary or private and that cannot be disclosed without consent from the owner of such information.

Confidential information can include:

- *Engineering/Construction drawings and plans*
- *Source code and software design documentation*

- *Information that identifies information assets belonging to SmartUse or its business partners (servers, cloud services, accounts, passwords, IP addresses etc.)*
- *Employees, customers and suppliers lists*
- *Pricing information*
- *Contracts and legal agreements*
- *Financial statements*
- *Trade secrets and intellectual property*
- *Any other information that could damage the company or its customers or suppliers if it was disclosed*

As part of their work duties, SmartUse employees and contractors may get access to proprietary or private information belonging to SmartUse, its employees or its business partners. SmartUse requires that its employees and contractors protect such information from disclosure and unauthorized access at all times.

If proprietary or private information needs to be disclosed to a third party, SmartUse will communicate with the owner of the information and request written consent for the disclosure of such information.

Any disclosure of proprietary or private information to a third party or unauthorized access by a third party of such information constitutes a breach of confidentiality that requires investigation and may lead to legal action against parties involved in the breach.

SmartUse requires its employees and contractors to report any breaches of confidentiality, including the loss, theft of or unauthorized access to proprietary or private information, immediate supervisor, or Ethics & Compliance Officer

## 10. Privacy

SmartUse is subject to various privacy laws and regulations that protect personal and confidential information of employees, customers, suppliers and other business parties. As a result of these regulations, SmartUse employees and contractors are required to:

- *Collect, store and process only such personal and confidential information that is required for the business activities that SmartUse conducts*
- *Identify personal and confidential information stored at SmartUse and ensure its protection against unauthorized access and disclosure*
- *Allow access to personal and confidential information only based on business need for such information*
- *Retain personal and confidential information only as long as it is needed, based on legal or contractual requirements*
- *Securely destroy personal and confidential information once its required retention period expired*
- *Report any breaches of confidentiality to your immediate supervisor, or Ethics & Compliance Officer and, when warranted, notify legal authorities*

## 11. Bribery, Facilitation Payments and Gifts

SmartUse is committed to winning business only on the merits of its products, services and people and in full compliance with legal requirements.

SmartUse does not permit facilitation payments to government officials or private business in order to secure business or influence decisions and actions by third parties. Bribes, kickbacks and other types of unlawful payments are prohibited.

While gifts and entertainment among business associates can be appropriate ways to strengthen ties and build goodwill, they should not be used to try to influence decisions and actions by third

[D3.01 Code of Ethics, V1.0](#)

parties. Employees may accept occasional unsolicited personal gifts of nominal value such as promotional items and may provide the same to business partners.

SmartUse expects its employees and contractors to:

- *Conduct business with third parties in compliance with anti-bribery policies*
- *Refuse any offer or request for an unlawful payment and report the incident to the SmartUse's ethics and compliance officer*
- *Never allow gifts, entertainment or other personal benefits to influence business decisions or undermine the integrity of relations with third parties*
- *Refuse gifts or entertainment that are illegal, immoral or would reflect negatively on the company*
- *Never give nor accept cash, cash equivalents, stocks or other securities as gifts*

When in doubt, employees should check with the ethics and compliance officer before giving or receiving anything of value.

## 12. Charitable and Political Contributions

Employees are encouraged to get involved with social causes of their liking on a personal level. Any intention to involve SmartUse in such causes should be first discussed with the immediate supervisor.

SmartUse does not make political contributions. Employees are free to support any political party or entity on a personal level, however they should do so without implying any endorsement by SmartUse for the political agenda they are supporting.

## 13. Protection and Proper Use of Company Assets

SmartUse requires all employees to protect its corporate assets. Corporate assets include software code and intellectual property, facilities, equipment, computers and information systems, telephones, employee time, confidential and proprietary information and company funds.

All assets should be used for legitimate purposes, efficiently, and for company business only.

Activities that negatively affect corporate assets (fraud, theft, negligence, and waste) should be reported to the Ethics & Compliance Officer.

## 14. Money Laundering

Money laundering is the process of concealing funds obtained from illegal activities by moving them through legitimate businesses to hide their criminal origin.

SmartUse employees and contractors are required to immediately report any unusual or suspicious activities or transactions that may constitute money laundering, such as:

- *Large payments in cash or payments received from an unusual financing source*
- *Transfer of funds to or from countries or entities not related to SmartUse's business operations and clientele*
- *Offers of business deals that don't reflect a real business purpose*
- *Attempts to conceal funds and brake record-keeping or reporting requirements*

## 15. Insider Trading

Through the course of normal business, SmartUse employees and contractors may learn information about the company and its business partners that is not publicly available (inside information). It is illegal for any individual to use information obtained in this way for personal gain or to share it with others.

It is prohibited to use information that is not publicly available to perform any of the following:

- *Buying or selling securities based on non-publicly available knowledge gained in the course of business*
- *Providing information or tips, or encourage another person to buy or sell securities based on inside information*

SmartUse employees and contractors are required to report suspected insider trading immediately to the ethics and compliance officer.

## 16. Health and Safety

SmartUse is committed to providing a safe and healthy workplace. Applicable health and safety laws, regulations, policies and procedures are applied on the corporate premises.

Employees and contractors are required to immediately report workplace injuries, illnesses or unsafe conditions to the Ethics & Compliance Officer.

## 17. Remote / Offsite Work

SmartUse offers its employees and contractors remote work arrangements. Employees and contractors that work remotely are responsible for ensuring that their work environment meets the applicable requirements stated in the Code of Ethics and other SmartUse policies and procedures, such as, but not limited to:

- *Confidentiality and privacy*
- *Workplace health and safety*
- *Information technology*
- *External communication and use of social media*

## 18. Information Technology

SmartUse is an Information Technology company and technology constitutes one of most important assets. The company requires its employees and contractors to protect its software, intellectual property, computer equipment and data against any malicious acts by individuals and/or organisations inside or outside the company.

SmartUse requires that its employees and contractors use only software, applications, equipment and data that are legally acquired and licensed for business use.

## 19. Internet Use

SmartUse provides Internet access on its premises and expects its use to be limited to business activities. While occasional personal use of the internet during work hours is not prohibited, this should be reasonable and not interfere with job responsibilities and employee productivity.

SmartUse prohibits Internet use in support of a personal business, illegal activities, gambling, pornography or online intimidation and bullying.

## 20. External Communication

SmartUse's has assigned its Chief Executive Officer and its President with the responsibility to represent the company in all communication with media and legal authorities. Any requests or solicitations received from media, news outlets and legal authorities should be referred to the CEO and/or the President.

## 21. Use of Social Media

SmartUse respects employees and contractors right to use social media for personal and professional purposes. Use of social media comes with personal accountability for online behavior and any publishing activities.

SmartUse requires its employees and contractors to:

- *Refrain from speaking on behalf of the company, unless specifically authorized to do so*
- *Refrain from publishing online confidential information about the company, its clients, stakeholders or suppliers*
- *Refrain from publishing information on company's activities or commenting online on issues related to the company, unless specifically authorized to do so*
- *Respect the privacy of SmartUse employees and business partners and refrain from publishing their information or images without their consent*
- *Post comments or pictures that could harm the company's brand, reputation or commercial interests*
- *Post comments or pictures that could harm, in any damaging way, employees, clients or suppliers of SmartUse inc.*

## 22. Code of Conduct Acknowledgement

By signing the code of conduct acknowledgement, I certify the following:

- *I have read the code of conduct and understand my responsibilities related to it.*
- *I have had the opportunity to ask questions to clarify any unclear aspects of the code.*
- *I agree to abide by its principles.*
- *I agree to report to the company any violations of the code.*
- *I agree to cooperate in any investigations of violations of the code.*

Name: \_\_\_\_\_

Title / Role with SmartUse: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Our Code is reviewed and updated periodically and can be found on our website at [www.smartuse.com/ethics](http://www.smartuse.com/ethics).

It is the responsibility of every individual to periodically review our code of ethics and make sure that he/she will comply.



