

# NexaCore Solutions Code of Conduct and Ethics Policy

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Department: Legal & Compliance

## 1. Introduction and Scope

This Code of Conduct (the "Code") establishes the ethical and legal standards required of every director, officer, and employee (collectively, "Employees") of NexaCore Solutions globally. Compliance with this Code and all applicable laws is mandatory and non-negotiable.

## 2. Integrity and Anti-Corruption

- **Anti-Bribery and Corruption (ABC):** Employees must strictly comply with all applicable anti-bribery and anti-corruption laws, including the US Foreign Corrupt Practices Act (FCPA) and local anti-corruption laws in the UAE, KSA, and Egypt.
- **Gifts and Hospitality:** Employees may not offer, give, or accept gifts, entertainment, or hospitality that could improperly influence a business decision or create the appearance of a conflict of interest. Gifts to public officials are strictly prohibited unless pre-approved by the Compliance Officer.
  - *De minimis* limit for gifts: **[USD \$100]** value per transaction.
- **Facilitation Payments:** So-called "facilitation payments" (small payments to secure or expedite routine governmental actions) are strictly **prohibited**.

## 3. Confidentiality and Data Protection

- **Confidential Information:** All non-public information related to NexaCore's business, including financial data, client lists, source code, and AI model parameters, is confidential. This information must be protected indefinitely, even after employment separation.
- **Data Privacy:** All handling of customer and employee personal data must adhere to the **Global Data Privacy Policy**, including processing only the minimum data necessary for legitimate business purposes.

## 4. Conflict of Interest

A Conflict of Interest (Col) arises when an Employee's private interest interferes, or appears to interfere, with the interests of NexaCore.

- All potential Conflicts of Interest, including outside employment or significant financial interests in a competitor, vendor, or client, must be immediately disclosed using the

**Conflict of Interest Disclosure Form.**

## **5. Reporting Violations**

Employees who have knowledge of or suspect a violation of this Code or any law must report it promptly via the internal Whistleblower Hotline or to the Compliance Officer. Retaliation against any employee who reports concerns in good faith is strictly prohibited and subject to severe disciplinary action.