

CODE OF CONDUCT FOR DHI





Employees are encouraged to report concerns in the workplace without threat of reprisal. DHI will investigate such concerns and take corrective actions, if applicable.

IT STARTS WITH US

Practise business sustainably

Sustainability is a central part of DHI's DNA and purpose. Since 1964, together we have made a positive contribution to the sustainable development of our planet using innovative approaches and technology. DHI has been a signatory to the United Nations Global Compact since 2013, and we have a long history of commitment to acting sustainably throughout the organisation. Acting sustainably in all aspects of our business has been a guiding principle from the start and will remain so now and in the time to come.

Being a global company, employees in DHI represent many different nationalities, cultures, religious beliefs and political views. DHI is proud of the diversity of our workforce – but with regard to our Code of Conduct, we expect all employees and management to adopt a uniform mindset and practise total compliance. It serves as a set of principles that applies in our daily work and is a description of our common culture worldwide.

The Code of Conduct applies to all of us, from our Board of Directors to each of our colleagues worldwide. If you are a manager or leader, you have a particular responsibility to lead by example and conduct our business in accordance with this Code of Conduct. You are to make sure that the people on your team are provided with the training necessary to understand the Code of Conduct. We always comply with the local laws, regulations and rules in the countries where we operate. Furthermore, our business practices must be transparent and aligned with the International Federation of Consulting Engineers (FIDIC) Code of Ethics.

Report your concerns

You may come across a situation that does not appear to conform with our principles as set out in this Code of Conduct, our policies or the law. In such an instance, we expect you to bring your concern to management's attention through the designated reporting channels. This is so that we can improve our work environment and reduce risks for DHI, in order to ensure that we continue to be an ethical and sustainable company.

You can report non-conforming incidents or concerns directly to your manager. However, if you do not feel comfortable going to your manager, you can raise your concern to your manager's manager or your HR Business Partner.

If you feel that you cannot talk with anyone in management or your HR Business Partner, you may report your concern anonymously via the [DHI Whistleblower Portal](#).

Any concern reported will be sent to representatives from our external Board of Directors, who are independent of the daily management of DHI. They will initiate an investigation of the matter reported and reports will be kept strictly confidential.

There will be no retaliation or implications for any person making any such reports.



OUR PEOPLE

Working terms and conditions are at the core of employment relationships. They cover a broad range of topics, from working time to remuneration as well as physical conditions and psychological safety in the workplace. DHI strives for a fair, safe and inclusive environment that allows everyone to perform at their best wherever we operate.

Engage in fair hiring and working conditions

DHI recognises and respects employees' right, according to local legislation, to associate freely, to join or refrain from joining any labour union and to bargain collectively. In situations where the right to freedom of association and collective bargaining is restricted under law, DHI allows employees alternative means of freely electing independent representation.

DHI provides employees with written employment contracts setting out the terms and conditions of their employment. We firmly advocate for equal pay regardless of gender, ensuring that employees receive fair and equitable remuneration for work of equal value. DHI pays employees at least the minimum wage required by applicable local legislation and we provide all legally mandated benefits on time and in full. We will not permit working hours that are not in compliance with national laws and industry standards. All other employment conditions, including leave periods and holidays, are consistent with applicable local legislation, collective bargaining agreements and mandatory industry standards.

We have zero tolerance for any form of child, forced or compulsory labour.

Uphold health and safety

Health and safety mean the provision of leadership, workplace environments and work practices that result in a

culture where every person is committed to preventing injury and occupational illness. We actively promote psychological and physical health and well-being for all our people.

We believe that a safe and healthy work environment is a precondition for adaptability and personal development. We drive continual improvement in health and safety performance and take appropriate measures to reduce and systematically eliminate work-related risks.

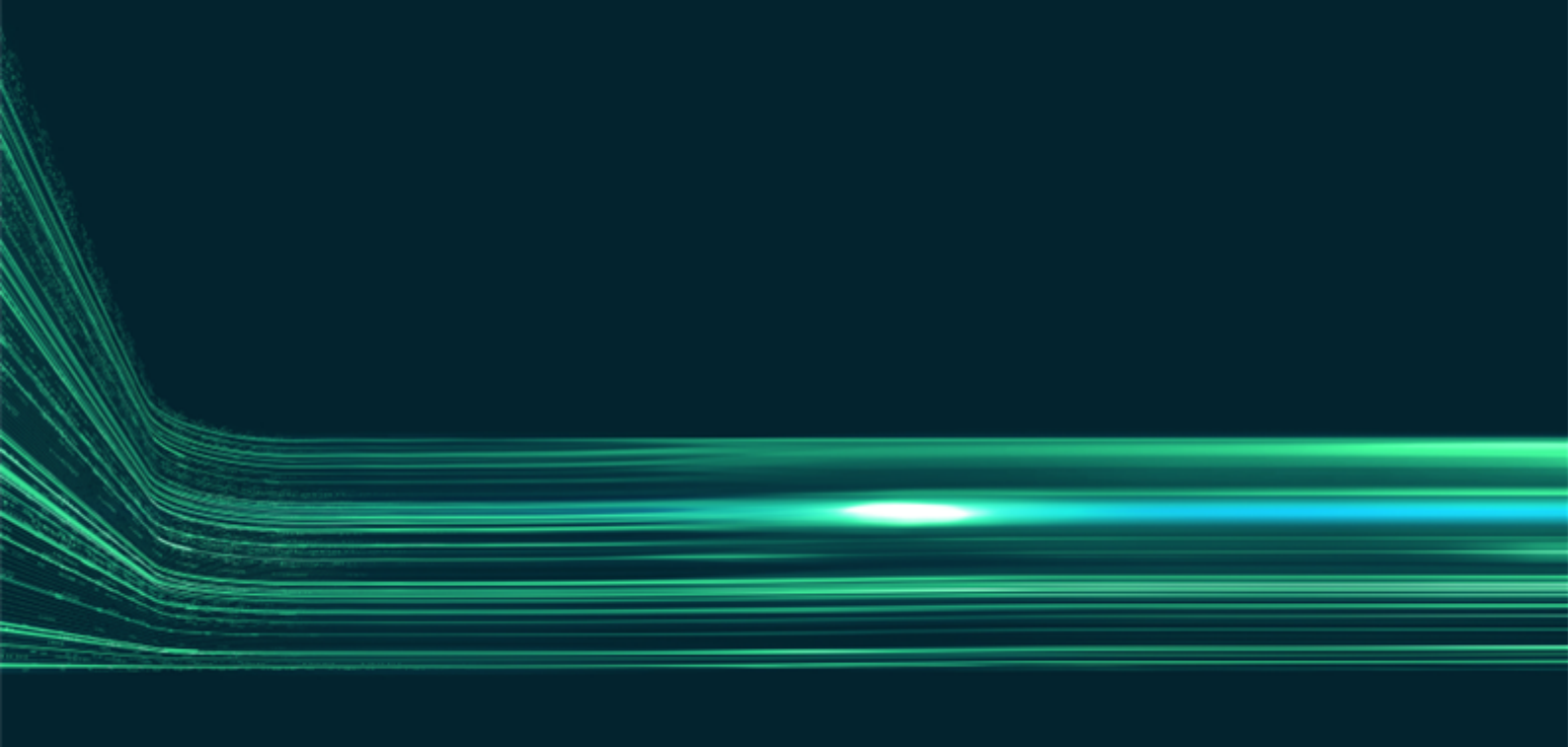
We strive to be a good workplace worldwide for all employees and aim for zero work-related injuries. Reaching this goal requires a joint effort from all of us and we should take the time to understand the health and safety risks present in our daily work as well as the actions we can take to prevent them. Appropriate health and safety information, training and equipment are provided to all employees.

You are required to be familiar with the [DHI Health & Safety Policy](#), all local health and safety legislation as well as other applicable rules and procedures. You are encouraged to share your ideas if you identify ways to minimise risks.

Ensure equality, diversity and inclusion

Every employee is an important member of the DHI team. We believe diversity and inclusion help to attract, develop and retain talent, generate innovation and help fulfil and exceed client expectations.

We are committed to providing equal opportunities regardless of ethnicity, race, national origin, religion or belief, gender identity or expression, sexual orientation, age, disability or any other characteristic. We do not accept any form of intimidating or disrespectful behaviour, bullying, harassment, unwanted sexual advances or unlawful discrimination.



Ensure protection of personal data

We respect the personal data that we collect and process in relation to employees, clients and other stakeholders with whom we engage. We are committed to complying with applicable data protection regulations and we apply necessary technical and organisational security measures to ensure the confidentiality, integrity and availability of such personal data.

When you use personal data as part of your work in DHI, you must:

- **Use** the least amount of personal data needed
- **Inform** people of how we use their personal data where required by local legislation
- **Share** personal data only on a need-to-know basis
- **Store** personal data securely
- **Delete** personal data when no longer needed

You are required to be familiar with the DHI data protection policies and guidelines.

Maintain continuous training

We have established suitable management systems to demonstrate our commitment to the principles in this Code of Conduct. Such systems include controls to ensure compliance with this Code of Conduct and adequate annually recurring awareness training for all employees and management on e.g. anti-corruption, cyber and information security and General Data Protection Regulation (GDPR).

We also foster an environment that stimulates general employee learning and engagement. We offer development opportunities that enable our people to turn their ambition into sustainable development for the individual, the team and the business. Each employee's development is facilitated through different initiatives, which include the yearly personal development dialogue with management, on-the-job training and through DHI Campus, our internal platform for learning and development. Training is overseen either by our Global Business Units for technical skills or by our Business Support team for matters relating to legal compliance and the Code of Conduct.



DHI conducts business responsibly and in compliance with the legal requirements and governmental regulations of the countries in which we operate. In respect of corruption and bribery, illegal or non-compliant behaviour will not be tolerated.

OUR OPERATIONS

In our operations, we are committed to conducting business with a high level of integrity to support sustainable development in water environments. We work systematically on reducing negative – and enhancing positive – impacts on people, society and the environment and seek to leverage these efforts for risk mitigation, competitive advantage and business growth.

Eliminate corruption

Corruption is bad for society and bad for business, posing severe financial, operational and reputational risks, and may also distort competition. Eliminating corruption is essential for the achievement of the UN Sustainable Development Goals, in particular SDG16 on developing effective, accountable and transparent institutions.

We have zero tolerance for corruption in any form, including bribery and facilitation payments:

- **Corruption** means abuse of entrusted power for private gain, which could include conflicts of interest, embezzlement, extortion or nepotism
- **Bribery** is the offering, giving, receiving or soliciting of something of value for the purpose of influencing the action of public officials or private companies in their operations
- **Facilitation payments** are any unofficial transfer of value to public officials for handling routine governmental actions

Combatting corruption also requires conducting our business activities in an open and transparent manner. We maintain adequate procedures for preventing any conduct that may give

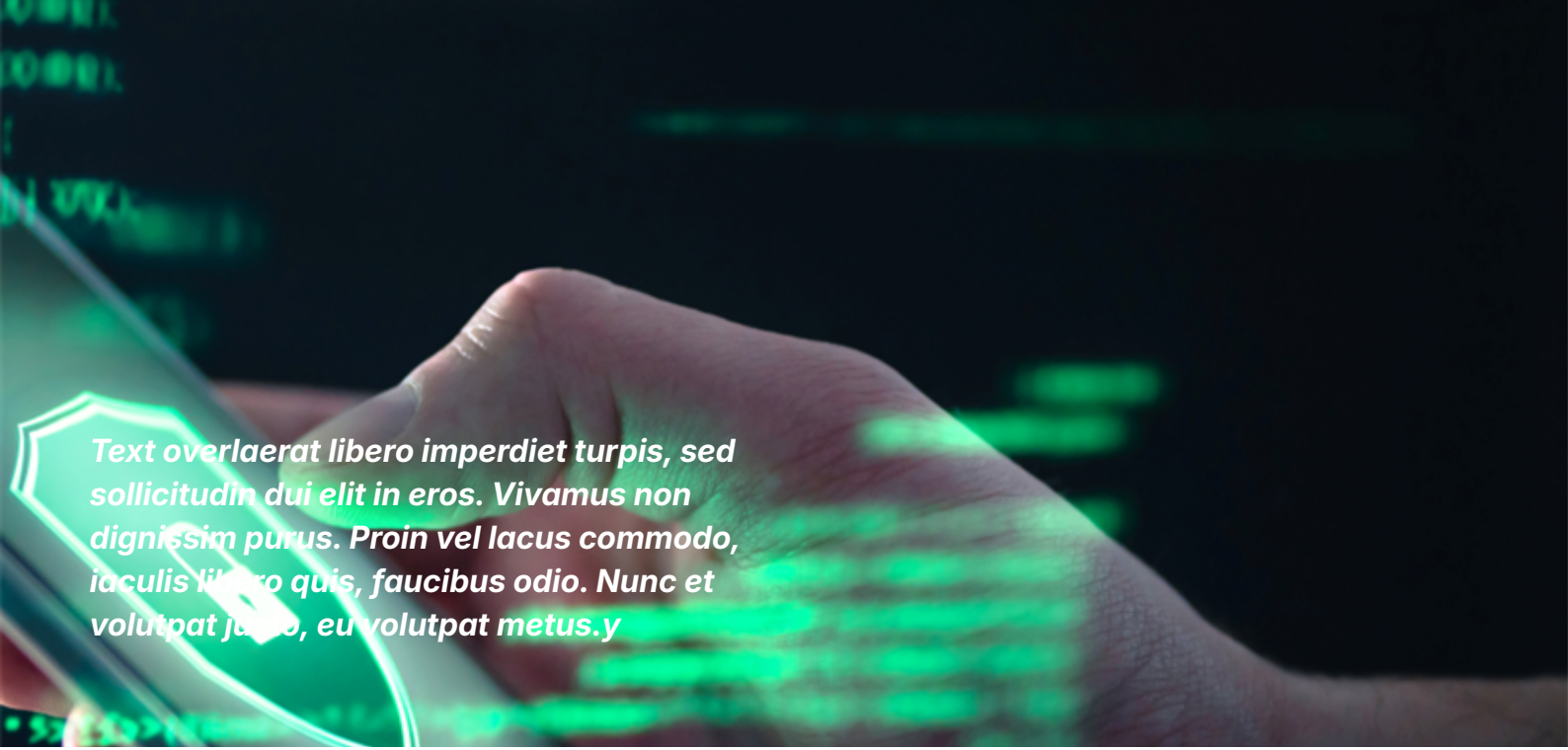
rise to an offense under applicable anti-corruption regulations. Such procedures include ensuring the integrity of our business transactions by keeping documents and records organised, accurate and complete. Records such as invoices, employee expenses and any transfer of value to a company, organisation or individual outside DHI should reflect the nature of the business purpose or business transaction and be truthful, complete and unaltered.

We do not directly or indirectly – through third parties acting on our behalf – pay or offer to pay bribes. We do not offer or accept gifts or other improper advantages that will influence our business decisions or those of our partners. We always make business decisions in the best interest of DHI. When using third parties, such as sub-consultants, distributors or agents, we require that they conduct business with the same level of integrity and honesty that is consistent with our high ethical values and in accordance with our [Code of Conduct for business partners](#).

Keep in mind that giving or receiving gifts, hospitality or entertainment in interactions with third parties and external stakeholders may lead to a conflict of interest and be seen as a bribe or improper advantage. However, legitimate business expenses for items such as meals, travel and accommodation may be explicitly allowed by local legislation and company policy depending on the recipient and the circumstances.

Combat money laundering and terrorist financing

We undertake not to facilitate money laundering or terrorism financing directly or indirectly and follow internal procedures and implement effective controls to ensure compliance.



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Prevent and eliminate fraud

We are committed to preventing and detecting fraud. We do not engage in any kind of fraud against DHI, any of our business partners or government entities.

Fraud means deliberately deceiving a person, company or government entity to obtain an unauthorised benefit:

- theft of funds or other assets from DHI, including false expense reports
- manipulation of accounting information or financial statements
- misuse or forgery of any document (e.g., records, data, accounts, expense claims or contracts)

Avoid conflict of interests

We make decisions based solely on objective criteria and professional judgement and are never influenced by our personal, social, financial or political interests.

We do not engage in activities that create any type of conflict between personal interests and the interest of DHI. Conflict of interests occurs when your obligations and interests in the employment relationship conflict with your private interests. You are obligated to avoid conflicts of interest that may compromise DHI's credibility and you are required to report any suspected conflict of interest.

Protect assets and business-critical information

We are mindful and protect DHI's assets from damage, loss and criminal acts, as they are vital to our business. Assets can be tangible or intangible:

- **Tangible assets** can be real estate, products, goods or equipment, including our devices that store important and confidential information
- **Intangible assets** can be software, models, methods, data, tools, trademarks, know-how, trade secrets and other business-critical information, such as business plans, strategic documents, sales information, research and development information and financial information

We comply with internal controls designed to safeguard and protect DHI and our assets. We only use assets for business purposes unless otherwise authorised by appropriate management. We never use company assets for personal gain or for illegal activities. We handle information about DHI and related parties with caution and take measures needed to ensure the protection of any confidential and/or business-critical information.

This implies that we always adhere to DHI's Contract Policy, in this regard, particularly Appendix 1, Clause 9 on Intellectual Property Rights.

You are only to share any confidential information with colleagues who need to know such information for the purpose of performing a task or service relevant to the subject matter. DHI is generally always subject to confidentiality obligations towards our clients, etc. and you are to act in accordance herewith. Relevant information regarding this is to be provided by your manager and/or the client/contract responsible.



Ensure compliant communication

Communication is about increasing engagement and connectivity for DHI, building a strong brand and managing our reputation to help achieve our business objectives. It can be verbal, written or visual, internal and external, and it occurs in multiple channels such as the intranet, the internet, internal collaboration platforms and meetings, social media as well as publications.

We use social media and digital solutions in a compliant way, both for business communication and private purposes. We never use social media to improperly promote DHI products. For business-related communication, we only use digital solutions that are controlled or approved by DHI.

For further information, please consult the Marketing & Communications Social Media site.

Ensure compliant use of IT systems

Use of our IT systems must be based on business needs. Information produced and stored on our IT systems is DHI's property and may be accessed in accordance with applicable law. Cyber attacks and malicious activity are a continuous threat to DHI, and use of our IT solutions and equipment may be monitored to detect such risk. This includes blocking access to inappropriate web sites and interception of any information transmitted by or stored on our IT systems.

What this means to you:

- Handle and archive documents according to DHI's information management requirements and security classification system

- Never use our IT systems to perform illegal or unethical activities, including downloading or sending offensive material
- Be vigilant of cyber attacks and malicious activity such as phishing and immediately report any incidents
- Keep personal use of our IT systems to a minimum and make sure your use has no adverse effect on cost, IT security or productivity. This includes the private use of social media
- Respect computer software copyrights and comply with the terms and conditions of software licences
- Never insert dongles or hardware you do not know, nor trust the origin of, in your computer, and never open attachments from unknown senders

Engage in fair competition

To support well-functioning markets, we are committed to fair, open and unrestricted competition and do not engage in any anti-competitive business practices.

This implies that you are obligated not to make any arrangements with competitors that could restrict competition. You do not discuss or exchange confidential information with competitors.

In your relationship with clients, competitors, suppliers, consultants and agents, you avoid activities that limit the ability to compete fairly or that could influence you or your counterpart's judgement (such as excessive gifts or entertainment).



OUR WORLD

DHI supports and respects the protection of the environment and of internationally proclaimed human rights and adheres to all relevant legislation in this regard, both in the workplace and more broadly in our business activities.

Protect the environment

Within DHI, we have always conducted our operations in an environmentally sound manner. We actively seek to avoid or reduce any waste and minimise our carbon footprint through our operations and water usage.

We are committed to preventing harm to the environment. DHI manages all operations responsibly in relation to environmental risks and impacts and adopts a precautionary approach in our business operations. Resources such as water and energy are used efficiently, and we continuously strive to reduce our environmental impact, through reuse and recycling where possible.

Promote human rights

We strive to avoid infringing the human rights of our employees, workers in our supply chains, communities and other stakeholders. We aim to prevent and mitigate adverse human rights impacts with which we are involved, either in our own business operations or through business relationships.

You are required to report any potential negative human rights impact related to our operations or the operations of our business partners. In such an instance, we expect you to bring your concern to management's attention through the designated reporting channels as indicated above.

Take community engagement into account

We systematically consider and address the impact our activities may have on local communities and take this into account when making business decisions, including in relation to use of land, water and other natural resources.

Ensure compliance with sanctions and export controls

We ensure that business is conducted in compliance with UN, EU, UK and US trade sanctions, including export controls, import restrictions or other trade restrictions. We do not undertake any actions that may violate such restrictions.



CONSEQUENCES IN CASE OF VIOLATOINS

We will address any violations (irrespective of the size, nature or materiality of such violation) of this Code of Conduct that come to our knowledge and take appropriate action. Depending on the severity of the violation, DHI reserves the right to apply corrective measures, hereunder DHI may decide to terminate the employment relationship with immediate effect.

DHI THE EXPERT IN WATER ENVIRONMENTS

DHI are the first people you should call when you have a **tough challenge to solve in a water environment** – be it a river, a reservoir, an ocean, a coastline, within a city or a factory.

Our knowledge of water environments is second-to-none. It represents more than **60 years** of dedicated research and real-life experience from more than **140 countries**. We strive to **make this knowledge globally accessible to clients** and partners by channelling it through our local teams and unique software.

Our world is water. So whether you need to save water, share it fairly, improve its quality, quantify its impact or manage its flow, we can help. Our knowledge, combined with our team's expertise and the power of our technology, holds the key to unlocking the right solution.



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