



Code of Conduct

Last Updated: December 2025

Loophyr Code of Conduct describes the ethical foundations that guide the decisions and behaviors of every individual acting on behalf of the company. As a rapidly developing, innovation-focused organization, Loophyr depends on trust—trust from our clients, trust from our partners, and trust among one another. This Code helps ensure that trust is earned and protected every day. It defines the standards we hold ourselves to, the expectations we have of each other, and the boundaries within which we operate. While no document can anticipate every scenario, the principles outlined here provide a clear framework for responsible and lawful decision-making across all aspects of our work.

Every employee, contractor, consultant, and temporary worker is responsible for understanding and following these standards. Compliance is not optional; it is an essential condition of employment or engagement with Loophyr. Individual decisions can have profound effects, and a single lapse in judgment can expose the company—and colleagues—to legal, financial, and reputational harm. Because of this, we expect everyone acting on Loophyr's behalf to conduct themselves with integrity, professionalism, and awareness of the responsibilities associated with their role.

Loophyr has appointed an independent Ethics & Compliance team to support employees in interpreting the Code, reporting concerns, and ensuring that all activities meet legal and organizational requirements. These advisors can be contacted confidentially at ethics@loophyr.com. Their role is not merely reactive—they are available for guidance and clarification before decisions are made, helping employees avoid missteps rather than simply reacting to them.

This Code exists not only to ensure compliance with applicable laws but also to promote a culture where doing the right thing is the expectation, not the exception. Upholding both the spirit and the letter of this Code is essential to preserving our credibility and fulfilling our commitments to clients and partners. While laws vary across jurisdictions, Loophyr employees should always act in accordance with the highest ethical standard available. When in doubt, seek guidance rather than assume.

Who Must Follow This Code

This Code applies to all individuals working for or representing Loophyr, regardless of location, position, or employment status. Full-time employees, part-time workers, temporary staff, contractors, consultants, advisors, and executive leadership are all equally responsible for adhering to the policies and expectations outlined herein. The standards apply during working hours, outside working hours when conducting Loophyr business, at company events, while using company systems or equipment, and in any situation where an individual's actions may reflect on Loophyr.

Third-party partners, vendors, and service providers may also be required to comply with certain aspects of this Code or with Loophyr's broader ethical guidelines as a condition of continuing their relationship with the company. Loophyr may terminate business relationships with external parties that violate these standards or jeopardize the company's integrity.

Failure to comply with this Code may result in disciplinary action, up to and including termination of employment or termination of contractual relationships. In certain cases, violations may also expose individuals to civil or criminal liability. Loophyr expects all individuals to act proactively in identifying risks, raising concerns, and ensuring that misconduct is addressed promptly.

Questions, Guidance, and Reporting Concerns

If you are uncertain whether a particular action or decision is permissible, seek advice before proceeding. Ethical dilemmas are rarely resolved by assumptions, and employees are encouraged to ask questions whenever faced with uncertainty. Your manager, Human Resources, or the Ethics & Compliance team can assist in interpreting the Code, applying policies to specific circumstances, or evaluating the potential risks associated with a course of action.

Concerns about potential violations, misconduct, security breaches, or unethical behavior must be reported as soon as they arise. You may report concerns directly to your supervisor, Human Resources, or the Ethics & Compliance team. Anonymous reporting options are available where permitted by local law. Reports made in good faith—even if later determined to be mistaken—are protected. Loophyr values transparency and does not tolerate attempts to conceal or ignore violations.

Protection From Retaliation

Loophyr strictly prohibits retaliation against anyone who, in good faith, raises a concern, reports a violation, or participates in an investigation. Retaliation includes any form of punishment, intimidation, exclusion, harassment, or adverse change in working conditions resulting from someone's decision to act ethically. Any employee who engages in retaliatory behavior will face disciplinary consequences, regardless of position or relationship to the person who made the report.

Reporting concerns is an act of responsibility that supports the entire organization. Loophyr wants employees to feel safe speaking up and to trust that their concerns will be taken seriously, investigated impartially, and handled with appropriate confidentiality.

1. Privacy, Security, and Freedom of Expression

Protecting information entrusted to Loophyr is one of our most critical responsibilities. We manage personal data belonging to employees, clients, and partners, as well as business information that is sensitive, proprietary, or confidential. Every individual must treat this information with care, follow all applicable privacy laws, and adhere to Loophyr's internal data-protection policies.

Employees are expected to understand and apply proper security practices, including secure password management, encryption of sensitive files, careful handling of physical documents, and use of approved communication channels. Unauthorized access—whether intentional or accidental—is a serious violation. Employees must never attempt to circumvent security controls or exploit access to systems in ways not aligned with their responsibilities.

Freedom of expression is respected, but communication made on behalf of Loophyr must always remain professional and factually accurate. Personal opinions should not be represented as company positions. Employees should avoid discussing confidential matters in public spaces, on unsecured networks, or on personal devices unless properly authorized and protected.

Any loss of equipment, suspected data breach, compromised accounts, or suspicious digital activity must be reported immediately. Quick action reduces harm and helps Loophyr maintain compliance with its legal obligations related to data protection and breach notification.

2. Responsiveness and Accountability

Responsiveness is a reflection of respect—respect for our clients, our partners, and one another. It demonstrates reliability and professionalism, both of which are core expectations for

everyone representing Loophyr. Timely responses to questions, requests, or concerns help ensure smooth operations and maintain confidence in our performance. Whether communicating internally or externally, employees should strive to respond promptly and meaningfully.

Accountability extends beyond communication. Employees are expected to complete tasks on schedule, escalate issues when deadlines cannot be met, and take ownership of both their responsibilities and the impact of their decisions. Ignoring issues, delaying action that affects clients, or avoiding responsibility for errors is inconsistent with Loophyr's values.

Employees should not only react to problems but also proactively identify potential risks, inefficiencies, or areas for improvement. Speaking up early can prevent larger issues from developing. Managers have an additional responsibility to foster an environment where accountability is recognized, supported, and rewarded.

3. Taking Action When Something Seems Wrong

One of the strongest indicators of a healthy corporate culture is the willingness of employees to act when something appears to be out of place. Loophyr expects every individual to remain alert to signs of misconduct, inefficiencies, risks, or anything that may negatively affect our clients, colleagues, or the company's reputation.

"Something seems wrong" is not limited to major violations. It can include inconsistencies in records, unusual system behavior, inappropriate comments between coworkers, poor handling of client data, suspicious requests, or even subtle patterns that suggest unethical behavior. Employees should not attempt to investigate on their own; instead, they should report their observations to a manager or to Ethics & Compliance for proper handling.

Failing to act, dismissing concerns, or assuming someone else will handle a problem can allow risks to escalate. Loophyr values courage in speaking up and expects every employee to remain aware of their surroundings, attentive to changes, and committed to protecting the integrity of the company.

4. Equal Opportunity Employment

Loophyr is committed to providing an environment where employment decisions are made based solely on merit, performance, and business needs. We believe that diverse teams produce stronger ideas, more effective collaboration, and better results for our clients. This commitment to equal opportunity is not only a legal requirement—it is a foundational principle in how we manage, build, and support our workforce.

All employment actions—hiring, promotions, training opportunities, compensation, disciplinary measures, and terminations—must be carried out without regard to race, color, ethnicity, religion, national origin, citizenship status, gender, gender identity or expression, sexual orientation, pregnancy status, family status, marital status, age, disability, genetic information, veteran status, or any other characteristic protected by applicable laws. Managers are expected to ensure that their decisions remain free from bias and to address any signs of discrimination in their teams.

Loophyr also recognizes its responsibility to provide reasonable accommodations to employees with disabilities or medical conditions as required by law. These accommodations may include adjustments to work environments, schedules, equipment, or job responsibilities. Employees seeking accommodations should contact Human Resources, and managers must treat these requests promptly, respectfully, and confidentially.

Any employee who believes they have experienced or witnessed discriminatory practices must report the matter to Human Resources or Ethics & Compliance. Loophyr will thoroughly investigate all claims and take corrective action when necessary. Maintaining a workplace that values fairness and equality is a responsibility we all share.

5. Harassment, Discrimination, and Bullying

Loophyr is committed to maintaining a workplace free from harassment, discrimination, intimidation, and bullying. These behaviors are not only harmful to individuals—they disrupt team cohesion, productivity, and the broader health of our culture. Harassment can occur in many forms: verbal, physical, visual, or digital. It may be overt or subtle. Regardless of form or intent, harassment is strictly prohibited.

Examples include derogatory remarks, slurs, offensive jokes, unwanted physical contact, persistent unwanted attention, or displaying offensive images. Sexual harassment—such as unwelcome advances, sexually suggestive comments, or requests for romantic or sexual favors—is strictly forbidden. Even conduct intended as humor can create a hostile work environment if it demeans or disrespects others.

Bullying is also prohibited. This includes repeated, unreasonable actions that intimidate, degrade, or humiliate an individual or group. Bullying may involve manipulation, exclusion, verbal abuse, or the misuse of authority. Loophyr expects employees to treat one another with professionalism and respect at all times, including during informal interactions, virtual meetings, and communications through digital platforms.

Employees who experience or witness harassment or bullying should report it immediately. Managers have a heightened responsibility to model appropriate behavior and to act promptly when concerns arise. Loophyr will investigate all complaints and take appropriate action to

ensure the safety and dignity of its employees. Retaliation against anyone who reports concerns in good faith is strictly prohibited.

6. Drugs and Alcohol

Loophyr prioritizes the health, safety, and well-being of its employees. The use of illegal drugs, controlled substances without a valid prescription, or the misuse of medications is strictly prohibited on company premises, at company-sponsored events, or while working on behalf of Loophyr. Such behavior impairs judgment, reduces productivity, and can jeopardize the safety of colleagues and clients.

Alcohol may be present at certain company events or business functions. In such settings, employees are expected to drink responsibly and maintain professional conduct at all times. Excessive drinking, impaired behavior, or actions that compromise safety or professionalism violate this Code.

Managers may request a drug or alcohol screening when there is reasonable suspicion that an employee's performance, behavior, or safety may be impaired. "Reasonable suspicion" must be based on observable indicators such as slurred speech, unsteady movements, erratic behavior, or the smell of alcohol. These procedures must be handled discreetly, respectfully, and in compliance with local laws.

Employees with substance addiction issues are encouraged to seek help. Loophyr will support employees who voluntarily come forward before their substance use leads to workplace issues. Our goal is to foster a safe environment where employees can perform their best without compromising their health or the safety of others.

7. Workplace Safety and Violence Prevention

Loophyr is committed to maintaining a safe, secure, and violence-free workplace. Safety involves more than physical conditions—it extends to emotional security, mental well-being, and the confidence that colleagues will respect boundaries and behave responsibly.

Violence in any form is strictly prohibited. This includes physical assaults, threats, intimidation, stalking, aggressive behavior, and any act intended to cause fear or harm. Employees must not bring weapons onto company property, into company vehicles, or to company-sponsored events unless permitted by law and approved by senior management (which is exceedingly rare).

Employees who observe threatening behavior, overhear alarming statements, or identify situations that could escalate into violence must report their concerns immediately. In situations involving immediate danger, alert the police or emergency services without hesitation, then notify management as soon as it is safe to do so.

Managers must foster a culture of openness that encourages employees to voice safety concerns early. Loophyr provides training and resources to ensure employees understand safety protocols, emergency procedures, and workplace expectations. Everyone is responsible for contributing to a secure working environment—safety is not just a rule, it is a shared commitment.

8. Conflicts of Interest

A conflict of interest occurs when personal, financial, or relational interests interfere—or appear to interfere—with an employee's ability to make objective decisions on behalf of Loophyr. Conflicts can be direct or indirect, intentional or unintentional. The appearance of impropriety can be as damaging as actual misconduct, which is why transparency is essential.

Common examples of conflicts include working for competitors, having financial interests in companies that do business with Loophyr, or participating in decisions that involve close friends or family members. Even casual personal relationships may create bias, influence decision-making, or reduce impartiality.

Employees must disclose any situation that could create a conflict, even if they are unsure. Disclosure allows the company to evaluate the situation and determine whether safeguards or reassignment of responsibilities are necessary. Concealing conflicts is a serious violation.

Employees must not use their position at Loophyr to benefit themselves, their families, or external business interests. Conflicts should be addressed proactively, not after decisions have been made. Acting with integrity means recognizing when personal interests must be set aside to protect the company's interests.

9. Personal Investments

Employees must exercise caution when making personal financial investments that could intersect with Loophyr's business interests. A personal investment may appear harmless on the surface, yet still create a situation where professional judgment is compromised. Even the perception of conflicting motivations can damage trust within the company or undermine confidence from clients and partners.

Investments in competitors, companies seeking business from Loophyr, or vendors currently under evaluation may create actual or perceived conflicts. For example, owning significant stock in a competitor while holding a strategic position at Loophyr raises serious concerns about divided loyalties. Similarly, investing in a company you're responsible for assessing, negotiating with, or approving as a supplier can compromise objectivity.

Not all investments create conflicts. Financial instruments such as mutual funds, index funds, ETFs, and other diversified holdings are typically acceptable because employees do not control their composition. However, if an employee personally directs investments or has substantial influence over a fund's composition, they must consider the potential for conflict and disclose it.

Employees are expected to review their investments periodically and evaluate whether any changes in Loophyr's business activities impact their holdings. If circumstances arise where a previously harmless investment becomes problematic, it must be disclosed immediately. Transparency ensures Loophyr can assess whether mitigation steps—such as recusal from certain decisions—are necessary.

10. Outside Employment, Advisory Roles, and Board Seats

Loophyr recognizes that employees may wish to pursue personal or professional opportunities outside the company. However, any role—whether paid or unpaid—that interferes with job performance or creates a conflict of interest is not permitted. Employees must obtain written approval from their managers before accepting outside employment, consulting work, advisory positions, or board seats.

Outside engagements must not involve Loophyr's competitors, clients, or business partners unless explicitly approved. Even working for an entirely different industry can present risks if the role requires substantial time commitments, restricts availability, or involves confidential information. Employees are expected to prioritize their responsibilities at Loophyr and ensure that external roles do not compromise their focus, reliability, or performance.

Board seats are particularly sensitive. Serving on a board often involves fiduciary duties that may conflict with an employee's responsibilities at Loophyr. Board membership must therefore be reviewed carefully, taking into account time commitments, access to confidential information, and potential conflicts with Loophyr's strategic interests.

Additionally, employees must not use Loophyr's resources—time, technology, proprietary information, or professional relationships—to support external work. Engaging in outside business activities during work hours or using company assets for these activities is a violation of this Code. Employees who wish to pursue entrepreneurial ventures, including start-ups, must

also disclose those plans if there is any chance the venture could overlap with Loophyr's current or future business areas.

11. Business Opportunities Discovered Through Work

Opportunities that arise through an employee's role at Loophyr belong to the company. These opportunities may include potential partnerships, product ideas, inventions, research findings, and new market insights. Employees must not exploit such opportunities for personal gain without express written authorization from Loophyr's leadership.

This principle applies even when the opportunity appears outside the employee's direct job responsibilities. For instance, if an employee identifies a new technology, supplier, or business model while working on an unrelated project, that opportunity still belongs to Loophyr if it could advance the company's business objectives. Similarly, insights gained during client interactions, industry conferences, or internal meetings are considered company property.

Moonlighting based on Loophyr-derived opportunities—such as launching a side business built on knowledge gained from Loophyr's strategies or data—is strictly forbidden. Such conduct may also constitute theft of intellectual property or breach of confidentiality.

Employees who are unsure whether an idea or discovery belongs to Loophyr should consult their manager or Ethics & Compliance. The company encourages innovation and creativity, but these must be aligned with organizational interests and ethical boundaries.

12. Gifts, Entertainment, and Other Business Courtesies

Business relationships often involve gestures of hospitality, such as meals, small gifts, or invitations to events. Loophyr permits these courtesies when they are modest, infrequent, and appropriate within a professional context. However, gifts or entertainment that could influence—or appear to influence—business decisions undermine the fairness and integrity of our operations.

Employees must not accept gifts of significant value, excessive hospitality, cash or cash equivalents, personal favors, or repeated invitations that create any sense of obligation. Even well-intentioned offers can violate this Code if they create the appearance of impropriety. If an

employee is unsure whether a courtesy is acceptable, they should seek guidance before accepting it.

Offering gifts on behalf of Loophyr must also be handled responsibly. Employees may extend modest hospitality to clients or partners when appropriate, but must never offer anything that could be interpreted as an attempt to secure an improper advantage. This applies not only to financial value but also to the nature of the gesture. Entertainment that is lavish, exclusive, or unrelated to legitimate business purposes is prohibited.

Special care must be taken when interacting with government officials. Laws around gifts and hospitality in the public sector are strict, and violations can lead to severe penalties for both the company and the individual. Employees must always consult Ethics & Compliance before offering or accepting anything of value in connection with government personnel.

When in doubt, transparency is the safest path. Employees should declare any gifts received and allow Loophyr to determine whether keeping the item is permissible.

13. Confidential Information

Confidential information is one of Loophyr's most valuable assets, and every employee has a responsibility to safeguard it with the highest level of care. Confidential information includes any non-public data related to Loophyr, its clients, partners, employees, or business activities. This may involve business strategies, proprietary algorithms, product designs, financial records, market research, internal communications, security procedures, or future project plans. The obligation to protect this information applies whether it is stored digitally, shared verbally, written in documents, or accessed through internal systems.

Employees must only access confidential information when they have a legitimate business need to do so. Curiosity or convenience is never sufficient justification. Information should be shared strictly on a need-to-know basis, with individuals who are authorized and trained to handle it appropriately. When discussing sensitive matters, employees must be mindful of their surroundings—public spaces, online meetings, and shared work environments all pose additional risks if conversations are overheard or screens are visible to unauthorized individuals.

Confidential information must never be shared with external parties unless authorized under appropriate safeguards, such as nondisclosure agreements approved by Legal. Sharing information with friends, partners, relatives, or acquaintances is strictly prohibited even if no harm is intended. Employees leaving Loophyr remain bound by confidentiality obligations and must not take or retain internal documents, files, or other proprietary materials.

A breach of confidentiality—intentional or accidental—can lead to severe consequences for both Loophyr and the individuals involved. Employees must immediately report any suspected leak, loss, or unauthorized disclosure so the company can take swift action. Protecting confidential

information is not simply a policy; it is an essential commitment to our clients, our colleagues, and our long-term success.

14. Intellectual Property and Use of Proprietary Assets

Loophyr's intellectual property (IP) represents years of innovation, investment, and strategic development. It includes trademarks, logos, software, code, research, marketing materials, analytical models, and any creative or technical work produced by employees in the course of their duties. All such materials belong exclusively to Loophyr, regardless of whether they were developed onsite, remotely, during work hours, or outside the workplace while using company resources.

Employees must respect and protect these assets. Unauthorized reproduction, distribution, modification, or external use of Loophyr's IP is strictly prohibited. This includes sharing source code, product concepts, design drafts, or proprietary tools with external parties, uploading internal assets to public repositories, or using internal materials for personal projects. Similarly, employees must not confuse personal ownership with corporate ownership; even ideas developed individually may become Loophyr property if they relate to company work or are created with company resources.

In addition to safeguarding Loophyr's intellectual property, employees must also respect the intellectual property rights of others. Using third-party software, images, datasets, or written content without proper licenses or permissions can expose Loophyr to legal risks. Employees must ensure that all external materials used for business purposes comply with licensing terms and have been approved through appropriate channels.

When employees create or discover potentially valuable intellectual property, they must disclose it to their managers or Legal so Loophyr can evaluate and protect it properly. Maintaining a high standard of respect for IP—both ours and others'—is essential to preserving Loophyr's reputation as an ethical and responsible organization.

15. Proper Use of Company Equipment and Network Security

Company equipment—including laptops, mobile devices, communication tools, internal software, servers, and network infrastructure—is provided to support employees' professional

responsibilities. These resources must be used in a responsible, secure, and ethical manner. Employees are expected to maintain their devices, keep security software up to date, report malfunctions promptly, and avoid behavior that jeopardizes device integrity or network safety.

All devices connected to Loophyr's network must comply with cybersecurity requirements. Passwords should be strong, confidential, and updated regularly. Multi-factor authentication must be enabled wherever available. Employees must not circumvent security controls, install unauthorized applications, or access restricted systems without appropriate clearance. Personal devices may only access internal systems if explicitly approved and configured to meet security standards.

Internet and communication tools must be used primarily for business purposes. While occasional personal use is acceptable, it must not interfere with professional responsibilities or violate company policies. Employees must refrain from visiting inappropriate websites, downloading unauthorized content, or engaging in activities that expose Loophyr to cyber threats.

Security incidents—including lost devices, unusual system behavior, phishing attempts, or unauthorized account access—must be reported immediately. Quick response allows Loophyr to investigate, contain risks, and mitigate potential damage. Protecting the network is not solely an IT responsibility; every employee plays an active role in maintaining a secure operational environment.

16. Financial Integrity, Accurate Reporting, and Accounting Practices

Financial accuracy is essential to Loophyr's credibility, legal compliance, and operational stability. Employees involved in budgeting, accounting, record-keeping, procurement, auditing, or financial approvals must adhere to strict standards of honesty, precision, and transparency. All transactions must be documented clearly, supported by proper records, and aligned with both internal policies and applicable regulations.

Falsification, misrepresentation, or manipulation of financial information is strictly prohibited. This includes altering receipts, inflating expenses, understating liabilities, concealing assets, fabricating time records, or intentionally misclassifying accounts. Even small inaccuracies can create significant legal exposure and damage Loophyr's reputation, especially when financial reports are reviewed by clients, partners, regulators, or investors.

Employees must follow designated approval workflows for expenses, vendor contracts, invoices, and reimbursements. Managers are responsible for verifying the accuracy of information submitted by their teams and must take reasonable steps to identify inconsistencies

or unusual patterns. Any activity that appears irregular, suspicious, or inconsistent with normal business operations must be escalated promptly.

External audits and internal reviews are conducted to ensure compliance and identify areas for improvement. Employees must cooperate fully during these processes, providing accurate information and making records available when requested. Obstructing audits, withholding information, or influencing reviewers in any way violates this Code and may constitute unlawful conduct.

Financial integrity is not merely a compliance requirement—it reflects Loophyr's commitment to transparency, accountability, and responsible management of company assets.

17. Relationships with Suppliers, Vendors, and Business Partners

Loophyr relies on a wide network of suppliers, vendors, and partners to support its technological, operational, and strategic objectives. The quality of these relationships directly affects the reliability of our services and the trust our clients place in us. For this reason, employees involved in vendor selection, negotiation, or management must conduct themselves with fairness, impartiality, and transparency at all times.

Supplier evaluations must be based solely on objective factors such as cost, quality, reliability, compliance history, innovation capabilities, and alignment with Loophyr's standards. Personal preferences, friendships, family ties, financial interests, or external pressures may not influence decision-making. Employees must disclose any personal connections to potential or current suppliers so Loophyr can assess whether reassignment or safeguards are necessary.

Once a supplier has been selected, the relationship must be managed professionally and consistently. Employees must communicate expectations clearly, monitor performance, and ensure that contractual terms—especially those involving confidentiality, security, data handling, and delivery obligations—are upheld. Deviations from agreed-upon requirements must be addressed promptly and documented appropriately.

Employees must not solicit or accept personal gifts, favors, discounts, or hospitality from suppliers that could compromise objectivity or create the appearance of undue influence. Similarly, employees must not offer preferential treatment to suppliers in exchange for personal benefits. All contractual commitments, amendments, and renewals must follow authorized approval processes.

Loophyr expects its suppliers to operate ethically, safely, and legally. If an employee becomes aware of misconduct—such as unsafe labor practices, corruption, misrepresentation, or breaches of confidentiality—they must report it immediately so Loophyr can take corrective action, including reevaluating the supplier relationship if necessary.

18. Recordkeeping, Documentation, and Retention Obligations

Accurate and complete recordkeeping is essential for maintaining legal compliance, supporting audits, and enabling informed decision-making. Employees who create, modify, or manage records—whether financial, operational, contractual, technical, or administrative—must ensure that documentation reflects actual events, is stored securely, and is retained according to Loophyr's policies and applicable laws.

Records include physical documents, emails, system logs, databases, meeting notes, reports, contracts, and any material that captures business activities. Employees must avoid informal shortcuts that undermine documentation quality, such as storing important files on personal devices, relying solely on verbal agreements, or failing to record key decisions. Proper documentation protects both Loophyr and its employees by creating a verifiable trail of activities and approvals.

Loophyr maintains a formal retention schedule specifying how long different types of records must be preserved. Some documents may need to be kept for only a short period, while others—such as tax-related records or legal documents—may require long-term retention. Deleting records prematurely or failing to delete records once the retention period expires can create unnecessary risks.

Employees must immediately suspend any planned deletion or alteration of records if they become aware of litigation, regulatory inquiries, audits, investigations, or any situation where the records could be relevant. Destroying or altering documents in such circumstances is strictly prohibited and may constitute unlawful conduct.

Secure handling is critical. Sensitive documents must be stored in protected systems, with appropriate access controls based on job responsibilities. Employees must not circumvent these protections or share restricted records with unauthorized individuals. If a record is lost, corrupted, or accidentally deleted, it must be reported promptly so recovery efforts can be initiated.

19. International Trade Compliance and Export Controls

Loophyr operates in a global environment and must comply with international trade laws, export controls, customs regulations, and economic sanctions. These regulations govern the movement of products, technology, software, services, and technical information across borders. Failure to follow these rules can result in severe penalties for both the company and individual employees.

Employees involved in product development, software deployment, data transfers, procurement, logistics, or international collaboration must understand the regulations relevant to their responsibilities. Certain technologies and encryption tools may require export licenses before being shared with individuals in other countries, including through cloud platforms or remote collaboration tools. Employees must not transmit, ship, or provide access to restricted items without proper authorization.

Economic sanctions may prohibit doing business with certain individuals, organizations, or countries. Loophyr uses screening processes to ensure compliance, but employees must remain attentive to red flags such as unusual payment arrangements, requests for undisclosed third-party involvement, or attempts to bypass geographic restrictions. When in doubt, employees must consult Legal or Ethics & Compliance before proceeding.

International business travel also carries responsibilities. Employees must ensure that company devices are secure, that sensitive information is protected, and that materials carried across borders comply with applicable regulations. In some jurisdictions, customs authorities are permitted to inspect electronic devices; employees must follow Loophyr guidance on how to prepare for such situations.

Trade compliance is not optional. It is a shared obligation that protects Loophyr's global operations, reputation, and ability to serve clients across multiple regions.

20. Competition, Fair Dealing, and Antitrust Compliance

Loophyr competes vigorously in the marketplace, but always within legal and ethical boundaries. Antitrust and competition laws prohibit conduct that restricts competition, manipulates markets, or harms consumers. These rules apply not only to large-scale corporate actions but also to individual interactions with competitors, suppliers, and clients.

Employees must never engage in collusion, bid-rigging, price-fixing, division of markets, or agreements—formal or informal—that reduce competition. Even casual discussions with competitors about pricing strategies, future product plans, customer lists, or market allocations may violate antitrust law. Employees must avoid situations where such conversations might arise, especially at industry events, conferences, or informal networking gatherings.

Similarly, employees must treat customers and suppliers fairly. This means avoiding deceptive practices, misrepresentation, and manipulative tactics intended to secure an advantage. Loophyr's interests are best served when its relationships are built on transparency, reliability, and mutual respect.

Abusive behavior—such as coercing suppliers, tying unrelated services together, or leveraging market power unfairly—is strictly prohibited. Employees must compete based on quality, innovation, and service excellence, not unfair pressure or unethical shortcuts.

Requests from competitors to “compare notes,” exchange sensitive market data, or coordinate behavior must be declined immediately and reported to Ethics & Compliance. When employees are unsure whether an action may raise antitrust concerns, they must seek guidance before proceeding. Antitrust violations can carry harsh penalties, but more importantly, they violate Loophyr's commitment to integrity and honest business practices.

21. Insider Information, Market Conduct, and Trading Restrictions

Although Loophyr is not a publicly traded company, our employees may gain access to confidential or commercially sensitive information about clients, partners, or vendors that *are* public or may become public in the future. The misuse of such non-public information is a serious offense in many jurisdictions and can expose both the individual and the company to legal liability.

Employees may encounter sensitive information through project work, data access, informal conversations, email threads, system logs, or strategic planning sessions. This may include financial results, merger and acquisition plans, product roadmaps, early-stage designs, undisclosed partnerships, leadership changes, or confidential contractual terms. Even overhearing a hallway conversation or seeing a confidential slide on a shared screen can create obligations under insider information laws.

Any employee who possesses non-public information about a publicly traded company must not buy or sell that company's securities, nor may they advise or encourage others—friends, family, colleagues, or external contacts—to do so. Sharing such information, even unintentionally, is strictly prohibited. This includes indirect hints, comments, or statements that could lead another person to make investment decisions based on material non-public information.

Employees must also be mindful of how easily information can spread. Conversations must be held in private spaces, documents must not be left open on screens, and sensitive materials must not be discussed in public places, including restaurants, shared transportation, or conferences. If an employee believes they have received inside information accidentally, or if there is uncertainty about the nature of the information, Ethics & Compliance must be informed immediately so appropriate safeguards can be implemented.

Loophyr expects strict compliance with all global market fairness rules. Even the appearance of impropriety can damage trust and credibility. Maintaining market integrity requires discipline, discretion, and consistent respect for the boundaries between internal knowledge and public information.

22. Anti-Bribery, Anti-Corruption, and Ethical Influence

Loophyr maintains a zero-tolerance policy for bribery and corruption in any form. We operate in multiple jurisdictions across varying legal frameworks, but the principle remains constant: no employee, contractor, or representative may offer, request, authorize, or accept anything of value intended to improperly influence a business decision or secure an unfair advantage.

Bribery extends far beyond cash payments. It may include gifts, travel, entertainment, services, personal favors, political contributions, charitable donations made on behalf of a partner, or benefits offered to relatives or associates of the decision-maker. Employees must exercise caution, particularly in cultures where lavish hospitality is customary, as these gestures can still be interpreted as attempts to influence judgment.

Interactions with government officials require additional vigilance. Many laws—including the US Foreign Corrupt Practices Act and the UK Bribery Act—impose strict penalties for offering even small courtesies to public officials if they create the appearance of improper influence. Government officials include civil servants, employees of state-owned enterprises, political candidates, and representatives of public agencies or international organizations.

Employees must ensure all business decisions are based on legitimate needs, transparent evaluation, and documented approval processes. Expenses tied to gifts, hospitality, or travel must clearly reflect business purposes and be submitted with complete and truthful documentation. Offering incentives to accelerate approvals, secure permits, bypass regulations, or gain competitive advantage is strictly forbidden.

Any employee who suspects improper influence—whether by a colleague, supplier, client, or external partner—must report it to Ethics & Compliance without delay. Protecting Loophyr's

reputation requires every individual to uphold the highest standards of integrity in every business interaction.

23. Government Interaction, Public Sector Clients, and Regulatory Engagement

Interacting with public institutions, regulatory agencies, or government clients demands heightened awareness and adherence to strict ethical rules. These interactions often involve complex procedures, legal requirements, and potential conflicts of interest. Loophyr employees must approach all government engagement with professionalism, transparency, and adherence to both the letter and the spirit of applicable laws.

Government procurement processes are typically governed by formal bidding frameworks designed to ensure fairness, competitive access, and equal opportunity. Employees must never attempt to influence these processes through informal channels, undisclosed communications, or unauthorized contact with decision-makers. All submissions must be accurate, complete, and compliant with the stated requirements.

Regulatory interactions must be handled with honesty and precision. Whether responding to inquiries, audits, inspections, or compliance reviews, employees must provide complete and truthful information. Withholding data, presenting misleading statements, or attempting to obstruct regulatory oversight is prohibited. When employees are unsure how to respond to a regulator's question, they must consult Legal or Ethics & Compliance before providing any information.

Government officials must not be offered gifts, hospitality, or other incentives, regardless of local customs. Even small gestures may violate anti-corruption laws. Employees must also not facilitate or suggest employment opportunities, internships, or contractual arrangements for relatives or associates of government officials without formal evaluation and approval processes.

When Loophyr participates in public consultations or industry regulatory discussions, employees must ensure their contributions reflect accurate information and align with the company's authorized positions. Personal opinions must not be presented as corporate views. Loophyr supports constructive regulatory dialogue but expects employees to maintain integrity and objectivity at all times.

24. Use of Company Equipment, Digital Resources, and Communication Systems

Loophyr provides employees with a wide range of tools, devices, and systems—including laptops, mobile phones, collaboration platforms, internal networks, software applications, and cloud storage—to enable effective work. These resources are intended for legitimate business purposes, and employees must use them responsibly, securely, and in accordance with company policies.

Company equipment must be kept in good condition, protected from theft or damage, and used in environments where security risks are minimized. Employees must immediately report lost or stolen devices, as such incidents may compromise confidential information. Leaving devices unattended in public spaces, using insecure networks, or installing unauthorized software introduces vulnerabilities that must be avoided.

Digital communications—including email, messaging platforms, collaboration tools, and internal channels—represent the voice of the company. Employees must use professional judgment when writing messages, understanding that electronic communications can be forwarded, monitored, disclosed during investigations, or requested by regulators. Casual or careless language can create misunderstandings or legal exposure.

Personal use of company systems should remain limited and must never interfere with job responsibilities, violate laws, or compromise security. Employees must not use company devices to engage in illegal downloading, access inappropriate content, or conduct personal business ventures unrelated to Loophyr. Bypassing security controls, disabling monitoring tools, or connecting unauthorized hardware to company networks is strictly prohibited.

Loophyr maintains the right to monitor, access, or review company systems where legally permitted. This includes email archives, logs, device activity, and stored files. Employees should have no expectation of personal privacy when using company resources. These measures are necessary to protect corporate information, investigate concerns, and ensure compliance with operational and legal obligations.

25. Network Integrity, Cybersecurity, and Incident Response

Loophyr's digital infrastructure is central to our operations, and every employee must protect the integrity of our networks, systems, and data repositories. Cybersecurity is not solely the responsibility of the IT or Security teams—every individual contributes to the overall resilience of the environment. A single weak password, careless click, or unsecured device can create vulnerabilities that jeopardize the company, our clients, and our partners.

Employees must follow all established security protocols, including the use of multi-factor authentication, encrypted communication channels, and company-approved software. Passwords must be strong, unique, and never reused across systems or personal accounts. Sharing login credentials, storing passwords on unsecured notes, or allowing unauthorized individuals to use company devices undermines system integrity and is strictly prohibited.

Cyber threats continue to evolve, ranging from phishing attempts and malware attacks to sophisticated social engineering and data exfiltration schemes. Employees must remain vigilant when handling emails, attachments, or unexpected communications. Requests for sensitive information, credentials, or urgent financial actions must always be verified through official channels. When something feels suspicious, employees must pause and consult the Security or IT team before proceeding.

If an employee suspects their account has been compromised, if they lose a device, or if they witness any unusual system behavior, they must report it immediately. Early reporting allows rapid isolation, investigation, and mitigation of potential threats. Attempting to conceal security incidents or delaying reporting may exacerbate damage and is considered a serious breach of responsibility.

Loophyr regularly conducts security assessments, system audits, and penetration tests. Employees must cooperate fully with these evaluations, follow remediation directives, and adjust their workflows when updated security measures are implemented. Cybersecurity demands ongoing awareness, disciplined habits, and a shared commitment to protecting the company's digital foundation.

26. Employee Data, Confidential Records, and Privacy Responsibilities

Loophyr collects and maintains personal information about employees as part of recruitment, onboarding, payroll, benefits administration, and performance management. This information may include identification documents, contact details, financial data, health-related records for accommodations, and employment history. Employees who handle such data must treat it with the highest level of confidentiality and care.

Access to employee data is strictly limited to individuals whose roles require it. Even those with authorized access must use the information solely for legitimate business purposes and only in accordance with applicable privacy laws. Reviewing employee data out of curiosity, sharing information without a valid need, or storing such data in unsecured locations is unacceptable and may constitute a legal violation.

Documents containing personal information must be protected both physically and digitally. Hard copies must be secured when not in use, and electronic records must be stored in approved systems with appropriate access controls. Sensitive information must never be transferred to personal devices, misused for informal evaluations, or disclosed to unauthorized coworkers.

When employees request access to their own data, updates to their records, or clarification about how their information is used, HR will respond transparently and in compliance with legal requirements. Loophyr is committed to fairness, accuracy, and respect in handling all personal data.

Employees who suspect improper access, unauthorized disclosure, or misuse of personal information must report their concerns immediately. Protecting employee data is a matter of legal compliance, but it is also essential to maintaining trust, integrity, and a supportive workplace culture.

27. Financial Responsibility, Expense Management, and Fiscal Integrity

Loophyr expects all employees to exercise sound judgment and integrity when handling financial resources. Expense reimbursement, company purchasing, vendor payments, budget management, and travel spending must reflect genuine business needs and be accurately documented. Misuse of company funds undermines trust and exposes the organization to financial and legal risks.

Employees submitting expenses must ensure that costs are reasonable, necessary, and supported by original receipts and clear descriptions of the business purpose. Fabricating receipts, inflating expenses, or mischaracterizing personal costs as professional expenses is strictly forbidden. Similarly, employees must not split transactions, mislabel items, or circumvent policy limitations to secure unauthorized reimbursements.

Managers play a critical role in financial oversight. Leaders must review all expenses submitted by their teams with diligence, ensuring accuracy, compliance, and alignment with budgets. Approving expenses without proper review, ignoring irregularities, or allowing repeated exceptions to policy undermines financial controls and exposes the company to unnecessary risk.

Loophyr undergoes periodic internal and external audits to validate financial accuracy and regulatory compliance. Employees must cooperate fully with auditors and provide timely, truthful information. Altering records, delaying responses, concealing errors, or attempting to influence audit outcomes is unacceptable and may be unlawful.

Employees who become aware of financial mismanagement—whether accidental or intentional—must report it promptly. Early transparency allows corrective measures to be taken before issues escalate. Fiscal responsibility ensures our long-term stability and reinforces trust among investors, clients, and colleagues.

28. Contractual Agreements, Signing Authority, and Legal Commitments

Entering into agreements on behalf of Loophyr carries significant legal and financial implications. Only individuals with explicit, documented authority may sign contracts or commit the company to obligations. Unauthorized agreements, even if well-intentioned or informal, may expose the organization to litigation, financial liability, or reputational harm.

Contracts must always be reviewed by authorized personnel and, where required, by the Legal team. This ensures that terms are clear, compliant with regulations, and protective of Loophyr's interests. Employees must not rely on verbal agreements, handshake deals, or assumptions about standard terms. Every commitment must be formalized in writing and approved before any work begins.

Employees may not bypass review processes or present themselves as having authority they do not possess. Misrepresenting one's position, promising deliverables without approval, or agreeing to contract modifications without proper vetting can compromise the company's legal standing and damage client relationships.

If an employee is unsure whether an action constitutes a contractual commitment, they must seek guidance immediately before proceeding. Even sending a proposal, sharing pricing details, or confirming commercial terms via email may be interpreted as binding in some jurisdictions. Clarity and compliance are essential to avoid unintended obligations.

Loophyr expects employees to uphold the highest standards of accuracy and transparency when participating in contract negotiations. Misstatements, omissions, or attempts to obscure risks are prohibited. The Legal team is available to support employees in navigating complex negotiations, ensuring that agreements reflect both legal requirements and Loophyr's values.

29. Audits, Investigations, and Handling Financial or Operational Irregularities

Loophyr conducts regular audits—both internal and external—to ensure compliance with financial standards, operational procedures, security protocols, and legal obligations. These

audits help verify the accuracy of our records, identify vulnerabilities, and strengthen our overall governance framework. Employees must understand that audits are not punitive; they are essential components of responsible business management.

When participating in an audit, employees must provide complete, accurate, and timely information. Withholding documents, altering records, or attempting to conceal errors violates company policy and may constitute a legal offense. Even small inaccuracies can disrupt audit findings and create unnecessary risk. If an employee realizes they have made an honest mistake, the appropriate course of action is to disclose it promptly so it can be corrected, not hidden.

Investigations may arise from internal reports, external complaints, regulatory inquiries, or red flags detected through monitoring tools. Employees involved in investigations—whether as participants or witnesses—must cooperate fully. This includes answering questions truthfully, preserving relevant documents, and refraining from discussing the matter with colleagues unless instructed otherwise. Retaliation against anyone participating in an investigation is strictly prohibited.

If an employee becomes aware of potential irregularities—such as duplicate invoices, suspicious transactions, unusual vendor behavior, unexplained budget deviations, or repeated reconciliation errors—they must report these concerns to Finance or Ethics & Compliance immediately. Delayed reporting can allow problems to escalate and complicate the investigation process.

Loophyr handles all investigations confidentially and professionally. The goal is always to uncover facts, resolve issues, and strengthen internal processes—not to assign blame unfairly. An open, honest approach to audits and investigations helps protect the company and demonstrates our commitment to integrity.

30. Supplier Procurement, Competitive Bidding, and Fair Selection Procedures

Procurement decisions must be made through transparent and competitive processes designed to ensure fairness, value, and alignment with Loophyr's needs. Employees responsible for sourcing suppliers must evaluate proposals based on objective criteria, including quality, pricing, reliability, compliance standards, and applicable certifications. Favoritism, personal influence, or undisclosed relationships have no place in procurement decisions.

Competitive bidding helps ensure that Loophyr receives the best possible value while maintaining ethical standards. Employees must issue clear and complete invitations for proposals, evaluate submissions consistently, and document the rationale for final selections.

Unsolicited discounts, off-the-record negotiations, or benefits offered directly to employees must be declined and reported. Any attempt by a supplier to pressure or influence employees should be treated as a red flag.

Where long-term supplier relationships exist, performance reviews must be conducted regularly. These reviews should assess service quality, adherence to contractual obligations, responsiveness, and compliance with Loophyr's standards. If performance deteriorates or risks emerge, employees must escalate concerns promptly rather than allowing issues to persist unaddressed.

Suppliers are expected to uphold ethical and legal standards that align with Loophyr's values. This includes maintaining safe labor practices, protecting confidential information, avoiding corruption, and complying with environmental regulations. If an employee observes misconduct or suspects unethical behavior by a supplier, they must report it so the company can take corrective action, which may include terminating the relationship.

Reliable supplier partnerships support our ability to deliver consistent value to clients. Maintaining fairness and transparency throughout the procurement lifecycle strengthens trust and ensures Loophyr operates with integrity.

31. Retention, Preservation, and Disposal of Corporate Records

The retention and proper management of corporate records is a legal obligation and a critical safeguard for Loophyr's operational continuity. Corporate records include financial statements, contracts, personnel files, technical documentation, security logs, emails related to decision-making, incident reports, compliance certifications, and any other materials that document key aspects of the business.

Employees must adhere to Loophyr's Record Retention Schedule, which outlines how long specific categories of documents must be preserved. These timelines are based on regulatory requirements, industry standards, and operational needs. Destroying records prematurely—whether intentionally or through negligence—can result in legal penalties and hinder Loophyr's ability to respond to disputes, audits, or regulatory requests.

When legal holds are issued during litigation, investigations, or regulatory inquiries, employees must preserve all relevant documents, regardless of standard retention timelines. These documents must not be altered, deleted, moved, or damaged under any circumstances. Legal holds remain in effect until explicitly lifted by Legal or Ethics & Compliance.

Equally important is responsible disposal. When records reach the end of their retention period, they must be destroyed securely using approved methods. Hard copies must be shredded using

cross-cut shredding processes, while digital files must be permanently deleted following IT-approved procedures. This protects Loophyr from data breaches, privacy violations, and unauthorized retrieval.

Employees unsure about retention requirements or disposal obligations must consult their manager or the Legal department. Maintaining integrity in recordkeeping supports regulatory compliance, enables effective governance, and protects Loophyr from unnecessary risk.

32. Trade Restrictions, Sanctions, and International Compliance Controls

Loophyr operates across multiple jurisdictions, many of which impose trade restrictions designed to regulate the flow of goods, data, and services. These restrictions include export controls, embargoes, sanctions, and limitations on business activities with specific countries, organizations, or individuals.

Employees must understand that violations of trade restrictions can result in severe penalties, including fines, loss of export privileges, or criminal liability. Even inadvertent violations can cause significant harm to the company and may disrupt global operations. For this reason, employees engaged in global business must remain alert to changing regulations and consult with Legal or Ethics & Compliance whenever uncertainty arises.

Trade restrictions may apply to seemingly routine activities, such as providing software access to an international colleague, sharing certain types of encrypted technology with foreign partners, or transferring technical information across borders. Even remote work involving cross-border collaboration can trigger compliance obligations if sensitive data is exchanged.

Economic sanctions issued by the United States, European Union, United Kingdom, and other jurisdictions prohibit doing business with certain entities or individuals. Loophyr utilizes screening systems to identify restricted parties, but employees must also remain alert to unusual behaviors such as attempts to use intermediaries, requests for undisclosed shipping destinations, or evasive responses concerning company ownership or affiliations.

Employees must never attempt to bypass trade controls. If there is any indication that a transaction may violate restrictions—whether due to geography, technology, end-user purpose, or legal uncertainty—employees must stop the activity immediately and seek guidance. Strict adherence to trade laws protects Loophyr's ability to operate internationally and supports global security standards.

Conclusion

The Loophyr Code of Conduct represents more than a list of rules. It reflects the principles that define who we are as an organization, how we work together, and how we interact with the world around us. Our commitment to integrity, transparency, and accountability is the foundation of our success and the driving force behind every decision we make. As we grow, innovate, and expand into new markets, these values must remain at the center of everything we do.

Every individual at Loophyr—regardless of position, tenure, or responsibility—plays a role in upholding this Code. It is not enough to simply know the policies; each employee is expected to embody them in daily actions, decisions, and interactions. Minor choices shape our culture just as much as major ones. By acting responsibly, communicating openly, and addressing concerns early, we help create an environment where ethical conduct is the norm and not the exception.

The standards and expectations outlined in this Code must be applied consistently. When challenges arise, employees must rely on their judgment, experience, and the guidance provided in this document. Ambiguity or uncertainty is not a justification for inaction. If something appears questionable, employees are encouraged—and obligated—to seek clarification. Our managers, Human Resources, Legal, and the Ethics & Compliance Team are all available to provide confidential advice and ensure issues are addressed properly and promptly.

Loophyr does not tolerate violations of this Code, and will respond firmly and fairly to misconduct. At the same time, we are committed to creating a workplace where individuals feel safe raising concerns without fear of retaliation. Speaking up is not only a right—it is a shared responsibility, essential to maintaining a culture of trust and accountability. The strength of our organization depends on the courage of employees who act with honesty, even when doing so is difficult.

This Code is a living document. As laws evolve, as technology advances, and as our business grows, our standards will continue to adapt. Loophyr will review and update this Code periodically to ensure it remains current, relevant, and reflective of our values. Employees must stay informed of these updates and commit to applying them consistently.

Ultimately, the reputation and success of Loophyr depend on the choices made by each member of our community. By following the principles set forth in this Code, we strengthen the company, protect our colleagues, and build long-term trust with clients, partners, and the public. We expect every employee to uphold both the letter and the spirit of this Code—and to lead by example in every aspect of their professional conduct.