

# Data Pro Proximity

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## CODE OF CONDUCT

## **PART 1: THE CODE OF CONDUCT**

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This Code of Conduct outlines how Data Pro Proximity and its subsidiaries conduct business and describes the company's most fundamental shared values.

It is always important to do the right thing. Referring to this Code and following company policies, applicable laws, rules and regulations at all times will help enable you to make the right choices. However, if you ever have questions or concerns about a section of this Code, a company policy, a law, rule, or regulation, you should contact your manager

Every person can make a big difference, so it is vital that all employees act with integrity and in accordance with the laws. That is why this Code applies to everyone at Data Pro Proximity,. Above all, this Code helps employees maintain the trust Data Pro Proximity has built with its customers, employees, and others who have a stake in the company's success. That trust is what helps all Data Pro Proximity employees succeed every day.

### **How to Raise Questions and Report Concerns**

#### **Why is it critical to raise a question or concern?**

If you are not sure how to handle something, or if you think there is a problem, speak up! No matter how small the issue is, the company wants to hear from you. The company cannot fix issues that it does not know about.

#### **Whom should I contact?**

If you have questions or want to raise a concern, get in touch with one of these resources:

- Your direct manager, or another manager you trust
- Ethics trustee at [ethics@datapro.co.il](mailto:ethics@datapro.co.il)

#### **Good faith reporting and non-retaliation**

Acting in *good faith* means that all reports of possible violations of this Code, company policy, or the law are made sincerely and honestly. In other words, it does not matter whether your report turns out to be true, but you must make it with the best intentions.

In return, the company is committed to non-retaliation. In order to operate effectively, it is vital for all company employees to trust and respect each other. Retaliating against someone who has made a report or participated in an investigation is not tolerated.

#### **Investigations and discipline**

Reports will be investigated in a respectful, professional manner as promptly and confidentially as

possible. If you are asked to participate in an investigation, you are required to cooperate fully.

Violations of this Code and other company policies are taken seriously. There are consequences for violating this Code or other company policies, which may include termination of employment.

### **Expectations for Managers**

While this Code applies to everyone at Data Pro Proximity equally, employees in a managerial role have extra responsibilities. If you are a manager, you have an incredible opportunity to set the right tone for your team, including by doing the following:

- Lead by example, always choosing the ethical course of action.
- Speak up when you see a problem and encourage others to do the same.
- Make sure your direct reports understand this Code and what is expected of them.
- Always be receptive to questions, concerns, or comments, and make sure that issues are directed to the people who can help.
- Escalate matters that may indicate a violation of the Code or any other company policy to your manager, or the Ethics trustee at [ethics@datapro.co.il](mailto:ethics@datapro.co.il).

## TRANSPARENCY

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### Recognizing Conflicts of Interest

Part of Data Pro Proximity's culture is a spirit of open communication and cooperation for the good of the company. When employees are open about potential conflicts, it is easier to find a way to minimize the problems.

#### What conflicts are and how to disclose them

A *conflict of interest* is a situation where an opportunity for personal gain is contrary to the company's best interests.

Avoid even the appearance of a potential conflict of interest. If you believe that you may have a potential conflict of interest, discuss it with your manager right away. Your manager can help you work out a way to manage the conflict. Remember, it is your responsibility to act appropriately until the situation has been addressed.

#### Working with family members

It is natural to want the best for your family, but when family members interact in the workplace it is easy for it to look like favoritism. Addressing these situations proactively can prevent problems.

If your family member owns or works for a company that does business with Data Pro Proximity, you must disclose this fact. Absent pre-approval by Data Pro Proximity's CEO, you may not manage the relationship with the other company.

A *family member* is a parent, sibling, spouse, child, in-law, grandparent, grandchild, step- relative, domestic partner, or another person, if they are regularly residing in your household.

#### Outside work

You are expected to devote your full professional energies to your work at Data Pro Proximity. All side jobs or personal business activities that are profit-related need to be disclosed to your direct manager/CEO. Data Pro Proximity encourages everyone to participate in nonprofit activities, consistent with our commitment to giving back to our communities.

- For any **profit-related activities** that would take time away from your job or create a potential conflict with the company, you need approval from your manager, even if you are not personally being compensated for the outside activity. If you have been asked to sit on the Board of Directors or an Advisory Board of a for-profit organization (even if you are not being compensated for it), you need approval from your manager

- For any **nonprofit activities** that would conflict or could conflict with the company's business, you need approval from your manager

#### Financial interests

Holding a significant or controlling interest in one of Data Pro Proximity's competitors, customers, or suppliers could create a divided loyalty, or at least the appearance of one. This also applies to financial interests held by a member of your household or immediate family. Financial interests that pose a potential conflict of interest require approval from your manager.

#### Corporate opportunities

Employees cannot take advantage personally of business or investment opportunities that are discovered through the use of company property, business, or information. Such actions are considered to be competing with Data Pro Proximity and must be avoided.

#### Gifts and Entertainment

Gifts are usually goods or services, but can be any item of value, including entertainment. Exchanging gifts and entertainment can help build strong working relationships with customers and other business partners. In some cases, however, gifts and entertainment may create a conflict of interest or unfair bias that could influence business decisions or be seen as bribes. Ask your manager if you have any questions. Generally, if your gift does not involve a government official, a gift showing Data Pro Proximity's logo under \$150 is permissible.

#### Anti-Corruption, Bribery, and Kickbacks

Never resort to bribery, facilitation payments, kickbacks, or corrupt practices.

*Bribery* is offering or giving something of value in order to improperly influence the recipient's actions. Bribery is illegal in every jurisdiction in which Data Pro Proximity does business.

A *facilitation payment* is a tip or small payment made to a government official in order to expedite a routine government action, such as issuing a permit or providing utility service.

A *kickback* is the return of a sum paid (or due to be paid) as a reward for fostering a business arrangement. Accepting or offering a kickback violates this Code.

Bribery is illegal in ISRAEL and most other countries and the consequences are severe, including jail sentences.

### **Relationships with government officials**

If you interact with government officials on Data Pro Proximity's behalf, be particularly careful about gifts, meals, and entertainment. Laws and regulations governing what companies like Data Pro Proximity can give government officials are very strict. Be sure you know what the rules are. Contact the Ethics trustee at [ethics@datapro.co.il](mailto:ethics@datapro.co.il) before offering or providing any gifts, meals, or entertainment to government officials. All interactions with government officials that are not sales-related require the oversight of our Ethics trustee.

*A government official can be a national or local government employee, a political candidate, a party official or an employee of a government-controlled entity.*

### **Third parties**

The company may engage with third parties such as agents, consultants, suppliers, resellers, or distributors, only after they have passed a check process.

### **Financial Integrity, Records, and Accounting**

Data Pro Proximity's books, records, accounts, and financial statements must be maintained in appropriate detail so that they properly reflect the company's business activities. Doing so is required both by law and by the company's system of internal controls. The company's financial, accounting, and legal groups are responsible for procedures designed to assure proper internal and disclosure controls, and everyone must cooperate with these procedures.

All information must be recorded accurately, whether it is tracking work hours, expenses (including your expense reports), or sales contracts. When these are timely and accurate, the company is able to make informed decisions about how to run its business and plan for the future. Company records, including disclosures and filings, must be accurate, complete, and timely, so that Data Pro Proximity fulfills its obligations to external stakeholders.

### **Document management and retention**

When deciding what documents to save, archive, or trash, always follow the law and company rules and regulation.

### **Outside Audits and Investigations**

From time to time, you may encounter internal and external auditors, attorneys, or investigators who request information from you. You are required to provide these individuals with timely and accurate information. Never mislead or attempt to influence any investigation, audit, or inquiry.

## TRUST

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### Using Technology and Other Tools

Data Pro Proximity trusts its employees with a wide range of technology and other tools that make it possible to do their jobs effectively, and these tools must be used wisely.

#### Using company technology appropriately

The computers, mobile phones, and other devices that Data Pro Proximity provides are company property. The same is true of the company's email system and Internet access. A certain amount of personal use is permitted, but company technology should mainly be used only for business purposes.

Since all of these tools and technology belong to the company, employees should not have any expectation of privacy in their use. Data Pro Proximity may monitor anything created, stored, sent, or received on company technology, to the extent allowed by law. Do not use company technology to violate the law or Data Pro Proximity policies or to create, store, or send content that others might find offensive.

It is also important to carefully avoid any usage that might lead to loss or damage, such as a breach of the company's IT security protocols.

#### Use of funds and physical assets

Company property also includes Data Pro Proximity's brand and reputation, funds, facilities, and employee work time.

### Protecting Sensitive Information

#### Company information

Many details about how the company operates need to be kept confidential in order for Data Pro Proximity to remain competitive and successful.

You are responsible for safeguarding all confidential and sensitive data such as:

- Business plans or strategies
- Financial results
- Product designs and concepts
- Sales goals and marketing plans
- Terms and conditions, rates, or fees offered to particular customers
- Other, non-public information that might be of use to competitors

### Intellectual property

Data Pro Proximity depends on good ideas, so it is important to protect those ideas through legal tools such as copyrights and patents. Collectively, all of this intangible property is called *intellectual property (IP)*, and it includes all copyrights, patents, trademarks, trade secrets, design rights, logos, and brands. Keep in mind that Data Pro Proximity owns the rights to all IP created with company materials or on company time.

### Third parties' and previous employers' information

In some cases, employees may be responsible for protecting information that belongs to other people or companies.

Who, exactly?

- **Third parties.** In the course of doing business, sometimes employees will learn confidential information about customers, suppliers, and other business partners. Protecting the data of these third parties is one of Data Pro Proximity's highest values.
- **Former employers.** When a new team member joins Data Pro Proximity, employees have to respect that this person cannot share confidential information about previous employers. Similarly, you would still be responsible for protecting Data Pro Proximity's information if you left the company.

### Personal employee information

The personal information provided to the company must be protected.

If your job enables you to have access to personal information regarding other employees (data like home addresses, medical information, and ID numbers), then you are responsible for helping to protect it. That means using the information only for legitimate business purposes, and not sharing it with anyone who does not have a work-related reason to see it.

### See Something, Say Something

You are the company's first line of defense. If you see something suspicious, say something by reporting safety and security concerns to your manager or the Ethics trustee at [ethics@datapro.co.il](mailto:ethics@datapro.co.il). Suspicious network activity, phone calls or emails should be reported to the Ethics trustee at [ethics@datapro.co.il](mailto:ethics@datapro.co.il). Reporting helps Data Pro Proximity keep our people and our brand safe as well as defeat attacks faster to minimize or prevent damage.

### Security

The security of the Company's premises and property is the shared responsibility of all employees. Proper access credentials are to be visibly displayed by employees, contractors and visitors at all times while on Company premises. No one should be granted access in to Company premises without a validated credential.





## **Fair Dealing**

Data Pro Proximity is committed to being honest and truthful with all of its customers, vendors, and other business partners. Never misrepresent the quality, features, or availability of the company's products, and never do anything illegal or unethical to win business.

Trying to obtain information by lying or pretending to be someone you are not is unethical, could be illegal, and is generally in poor taste. Don't do it. And if you receive another company's confidential or proprietary information by mistake, return or destroy it. You may also reach out to your manager or the Ethics trustee at [ethics@datapro.co.il](mailto:ethics@datapro.co.il) for questions.

## RESPECT

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### Diversity and Non-Discrimination

Diversity of opinion, background, and culture makes Data Pro Proximity a more creative company.

It is important to have a diverse team and an inclusive workplace. Accordingly, employment decisions like hiring, dismissal, and promoting are never based on legally protected personal characteristics. While these characteristics may vary by local law, they generally include:

- race
- color
- religion
- gender
- national origin or ancestry
- age
- medical condition or disability
- veteran status
- marital status
- pregnancy
- sexual orientation

Instead, Data Pro Proximity offers equal opportunities based on skills and aptitude.

### Personal Dignity

Solid teamwork requires all employees to treat each other with dignity and respect.

Harassment and bullying are not tolerated.

*Harassment* is any conduct relating to a person's legally-protected characteristics that creates an unwelcome, intimidating, hostile, or offensive work environment for that person. That can range from offensive jokes or comments, slurs and name calling, and any act of bullying, or exclusion. It also includes sexual harassment, including unwanted sexual advances, suggestive comments or inappropriate touching.

## **Workplace Health and Safety**

Data Pro Proximity is committed to providing the safest work environment possible. Our programs focus on general safety awareness and incident response. Follow all safety rules and report unsafe situations.

### **Violence and weapons**

Violence and threats of violence are not acceptable at Data Pro Proximity. If you believe someone is in immediate danger, contact the local authorities right away.

## COMMUNICATION

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### External Communications

Data Pro Proximity has an open and transparent culture.

#### media

All inquiries from the media must be directed to [info@datapro.co.il](mailto:info@datapro.co.il)

Similarly, inquiries from investors or the investment community must always be directed to [info@datapro.co.il](mailto:info@datapro.co.il)

#### Social media

Remember, the Internet is a public place, so handle yourself accordingly.

- Protect Data Pro Proximity's proprietary information.
- Do not comment on legal matters, trade secrets, or disclose confidential information.
- If you are discussing the company or Data Pro Proximity products, be open about the fact that you work for the company.
- Be clear that your statements are your own opinion, not those of the company.
- Remember that postings on the Internet live forever.

#### Speaking events

If you are invited to speak or present at an event, notify your manager before accepting and have them review and approve any materials you present or discuss. Before accepting free travel or accommodations, check that the proposed gift is within the gift rules or ask your manager for approval.

### Political Activities

You are encouraged to be involved in the political activities of your choice. Be clear in such activities that your participation is your own choice, not an endorsement from the company. Data Pro Proximity will not reimburse you for your personal political contributions.

- Do not use company time or resources for your personal political activities.
- If you are involved in lobbying, make sure you know what the rules are.
- Contact your manager or the Ethics trustee at [ethics@datapro.co.il](mailto:ethics@datapro.co.il) if you anticipate making a large political contribution, even as an individual, to ensure compliance with disclosure laws relevant to the company.

## WAIVERS

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It is rare for anyone to be exempted from any part of this Code, regardless of seniority or position. Waivers may only be granted in a manner permitted by law, with review and approval by the CEO, and, if required under applicable regulations, review and approval by the Board of Directors or a committee of the Board, with public disclosure of any waiver to the extent required by applicable regulations.

## Thank YOU

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Thank you for reading and following this Code.