



# **Code of Business Conduct and Ethics**

Magnet Forensics

May 28, 2024

## Table of Contents

Table of Contents	2
Code of Business Conduct and Ethics	3
Magnet Forensics Code of Business Conduct and Ethics Policy	3
1. Purpose	3
2. Scope	3
3. Policy	3
3.1 Introduction	3
3.2 Company Personnel Commitment to Ethics	4
3.3 Maintaining Ethical Practices	4
3.4 Unethical Behavior	4
3.5 Reporting Concerns	4
3.6 Policy Against Retaliation	4
4. Specific Guidance	5
4.1 Conflicts of Interest	5
4.2 Compliance with Laws	5
4.3 Anti-Corruption Compliance	5
4.4 Anti-Money Laundering/Anti-Terrorist Financing Compliance	6
4.5 Embargoes, Sanctions, and Export Controls	7
4.6 Anti-Boycott Compliance	7
4.7 Forced Labour and Child Labour	8
4.8 Competition and Fair Dealing	8
4.9 Workplace Harassment and Discrimination	8
4.10 Health and Safety	8
4.11 Privacy	8
4.12 Information Technology Systems and Security	9
4.13 Confidentiality Concerning Company Affairs	9
4.14 Accuracy of Company Records	9
4.15 Customers and Business Partners	9
4.16 Political Activity	9
4.17 Environmental Sustainability	9
4.17 AI Use	10
5.0 Waivers and Amendments	10
5.1 No Rights Created	10

# Code of Business Conduct and Ethics

The Code of Business Conduct and Ethics establishes behavioral and ethical standards for Magnet's employees, vendors and management and serves to guide business behavior to ensure ethical conduct.

## Magnet Forensics Code of Business Conduct and Ethics Policy

### 1. Purpose

Magnet Forensics is committed to protecting employees, customers, partners, vendors and the company from illegal or damaging actions by individuals, either knowingly or unknowingly. This policy establishes behavioral and ethical standards for Magnet Forensics's employees, vendors and the company and serves to guide business behavior to ensure ethical conduct.

### 2. Scope

This policy applies to all employees and contractors at Magnet Forensics (collectively referred to as "Company Personnel" in this policy).

We expect all of our third-party suppliers, vendors, brokers, sales representatives, consultants, resellers, and other business partners (collectively "Business Partners") to adhere to legal and ethics compliance standards that are not lower than those set forth in this policy.

### 3. Policy

#### 3.1 Introduction

This Code of Business Conduct and Ethics (the "Code") summarizes the standards and principles of business conduct that align with our organizational values and must guide our actions. Our organizational values play a key role in the success of Magnet Forensics. (collectively with its subsidiaries, (the "Company") and aptly form the acronym C.O.D.E which stands for; Care, Own, Dedicate, and Evolve. By acting ethically, we will protect the interests of the Company and the parties we do business with, maintain our reputation, and help us achieve the success we strive for. Some specific objectives of this Code are to promote:

- honest and ethical conduct;
- handling of actual or apparent conflicts of interest with the interests of the Company, including the avoidance of such conflicts, and disclosure to an appropriate person of any material transaction or relationship that reasonably could be expected to give rise to such a conflict;
- confidentiality of corporate information;
- protection and proper use of corporate assets and opportunities;
- compliance with applicable governmental laws, rules and regulations;
- the prompt internal reporting of any violations of this Code to an appropriate person; and
- accountability for adherence to the Code.

This Code provides guidance to you on your ethical and legal responsibilities. We expect all Company Personnel to comply with the Code, and the Company is committed to taking prompt and consistent action against violations of the Code. In addition to potential civil and criminal liability, violation of the standards outlined in the Code may be grounds for disciplinary action up to and including termination of employment or termination of other business relationships. While covering a wide range of business practices and procedures, the Code cannot and does not cover every issue that may arise or every situation in which ethical decisions must be made, but rather sets forth key guiding principles of business conduct that the Company expects of all Company Personnel. Any questions regarding the Code and its application or interpretation should be directed to a supervisor or the Company's General Counsel, as applicable.

## 3.2 Company Personnel Commitment to Ethics

Under the Company's ethical standards, Company Personnel share certain responsibilities. It is your responsibility to (a) become familiar with, and conduct Company business in compliance with, applicable laws, rules and regulations and this Code; (b) treat all Company Personnel, customers and Business Partners in an honest and fair manner; (c) avoid situations where your personal interests are, or appear to be, in conflict with the Company's interests; and (d) safeguard and properly use the Company's proprietary and confidential information, assets and resources, as well as those of the Company's suppliers, customers and business partners and (e) ensure that Business Partners are provided a copy of the Code and act in accordance with the spirit of the Code. The Code is complemented by specific responsibilities set forth in other policies. Those policies should be consulted separately.

## 3.3 Maintaining Ethical Practices

- Magnet Forensics shall reinforce the importance of ethical and integrity practices. All Company Personnel of Magnet Forensics shall consistently maintain an ethical stance and support ethical behavior.
- Company Personnel and appointees of Magnet Forensics must notify their supervisor if they have a conflict of interest or potential conflict of interest.
- Prohibited activities for Company Personnel and appointees include, but are not limited to: using their position to directly or indirectly benefit themselves, their spouse or their children; accepting gifts; giving preferential treatment or creating the appearance of giving any preferential treatment; making personal use of Magnet Forensics resources including its premises, equipment or supplies.

## 3.4 Unethical Behavior

- Magnet Forensics shall avoid the intent and appearance of unethical or compromising practice in relationships, actions and communications.
- Company Personnel shall not participate in any acts of corruption, bribery or other illegal behavior.
- Unauthorized use of Magnet Forensics's trade secrets, marketing, operational, personnel, financial, source code and technical information integral to the success of the Magnet Forensics is not permitted in any form.
- Magnet Forensics Company Personnel shall not use corporate assets or business relationships for personal use or gain.
- Company Personnel shall refrain from accepting gifts from clients or partners. Any bribery for the benefit of any external or internal party is prohibited.
- Employees shall not abuse their employment benefits. This can refer to time off, insurance, facilities, subscriptions or other benefits that the company offers.

## 3.5 Reporting Concerns

If you should learn of conduct constituting a potential or suspected violation of the standards outlined in the Code, you have an obligation to promptly report that conduct. You may do so orally or in writing and, if preferred, anonymously, through any of the following channels: (a) your manager; (b) your local Human Resources representative; (c) via AllVoices (<https://magnetforensics.allvoices.co/>) or (d) the Company's General Counsel or Chief Executive Officer. All reports will be treated confidentially. Should you choose to report a matter anonymously, please be advised that the Company may not be able to adequately investigate and resolve the matters specified in your report if you fail to provide sufficient information. Please see the Company's Whistleblowing Policy for further information.

## 3.6 Policy Against Retaliation

The Company prohibits Company Personnel from retaliating or taking adverse action against anyone for raising, in good faith, conduct constituting a suspected or potential violation of the Code or for cooperating with or participating in any investigation or proceeding relating to such a concern conducted by the Company or any government authority. Such prohibited retaliation includes actual or threatening the ending of employment of a person, or demoting, disciplining, suspending or imposing a penalty related to the employment of a person. Any individual who has been found to have engaged in retaliation against Company Personnel for raising, in good faith, a conduct concern, seeking advice with respect to such reporting, or indicating a good faith intent to make such a report, or for co-operating with or participating in the investigation of such a concern, may be subject to discipline, up to and including termination of employment or other business relationship. If any individual believes that they have been subjected to such retaliation, that person is encouraged to report the situation as soon as possible to one of the people detailed in the "Reporting Concerns" section above.

## 4. Specific Guidance

### 4.1 Conflicts of Interest

Company Personnel should not engage in any activity, practice or act that conflicts, or may reasonably be expected to conflict or result in the appearance of a conflict, with the interests of the Company. A conflict of interest occurs when Company Personnel places or finds themselves in a position where their private interests conflict with the interests of the Company or have an adverse effect on such person's ability to exercise judgment in the Company's best interests or the proper performance of their job. Examples of such conflicts could include, but are not limited to:

- accepting outside employment with, or accepting personal payments from, any organization which does business with, or wishes to do business with, the Company or is a competitor of the Company;
- accepting or giving gifts of more than modest value to or from current or prospective suppliers or customers of the Company;
- engaging in or appearing to engage in bias towards Company Personnel on the basis of interpersonal relationships;
- competing with the Company for the purchase or sale of property, services or other interests or diverting an opportunity from the Company or taking personal advantage of an opportunity in which the Company has an interest;
- personally having, or having an immediate family member who has, a financial interest in a firm which does or seeks to do business with the Company; or
- having an interest in a transaction involving the Company or a customer, business partner or supplier (not including non-material investments in publicly traded companies).

Company Personnel must not place themselves in, or remain in, a position in which their private interests conflict, or can reasonably be expected to conflict or result in the appearance of conflict, with the interests of the Company.

If the Company determines that Company Personnel's outside employment or activity interferes with performance or the ability to meet the requirements of their role with the Company, as they are modified from time to time, Company Personnel may be asked to terminate the outside employment or activity. To protect the interests of both Company Personnel and the Company, any such outside work or other activity that involves potential or apparent conflict of interest maybe undertaken only after disclosure to the Company and, in the case of an officer or employee, review and approval by management. Similarly, to the extent that Company Personnel is interested in accepting an appointment as a director, officer or other representative of another company or entity, or other company or entity whose business is competitive with or likely to be competitive with that of the Company's, or is otherwise considering a material investment in any such company, such appointment or investment, as the case may be, may proceed only after disclosure to the Company by Company Personnel and, in the case of an officer or employee, review and approval by management.

### 4.2 Compliance with Laws

Obeying applicable laws and regulations, both in letter and in spirit, is a key element of this Code. Our success depends upon each Company Personnel and Business Partner operating within legal guidelines and cooperating with local, national, and international authorities. We expect our Company Personnel and Business Partners to understand and comply with the legal and regulatory requirements applicable to their areas of responsibility. Our Company Personnel and Business Partners, especially our suppliers, must comply with all applicable laws and regulations in the countries where they perform the Company-related services or business. We are aware that laws may not be strictly enforced in certain countries or that legal violations may not trigger public scrutiny; however, these factors do not excuse our Company Personnel or Business Partners from fulfilling their legal compliance obligations.

### 4.3 Anti-Corruption Compliance

The Company is strongly committed to complying with all applicable anti-corruption, anti-bribery, and anti-kickback laws, including the Canadian *Corruption of Foreign Officials Act*, the U.S. Foreign Corrupt Practices Act of 1977, as amended, the commercial bribery prohibitions arising from the U.S. Travel Act, the U.S. domestic bribery statute contained in 18 U.S.C. §201, and the UK Bribery Act 2010, to the extent applicable (collectively, "**Anti-Corruption Laws**"). We observe a strict Anti-Corruption Laws policy as follows that applies to all of our Company Personnel and Business Partners:

***"You are strictly prohibited from improperly promising, offering, providing, or authorizing the provision of money (such as a bribe or kickback), a financial advantage, or anything else of value (such as an inappropriate gift, benefit, or favor) directly or indirectly to any government employee or official or other individual, entity, or organization (whether in the public or private sector) in exchange for business or any other advantage for the Company or its partners, investors, clients, or customers. You are also prohibited from soliciting or accepting improper payments or other things of value in relation to our business. You must comply with all applicable Anti-Corruption Laws while performing services for the Company."***

**There are no exceptions to the above policy**, even if our competitors engage in corrupt behavior or corruption is an acceptable practice in a country where we operate. You are required to adhere to both the spirit and the letter of this policy with respect to our business anywhere in the world.

In light of the broad Anti-Corruption Laws applicable to the Company, this policy prohibits bribes, kickbacks, speed or expediting payments, and the provision of other improper benefits and advantages to *any* person, including, but not limited to, employees, officials, or agents of any government, state-affiliated entity (including sovereign wealth funds), public international organizations (such as the United Nations or the World Bank) or private-sector companies. **You are also strictly prohibited from bribing political candidates or political parties or their officials.**

A violation of this policy and applicable laws can occur even if the improper payment fails to achieve the purpose for which it was intended. This means that a person can violate this policy if that person provides an improper payment to a recipient and the recipient refuses to grant any business or other advantage in return. In addition, the mere offer or promise of a bribe or other improper benefit is sufficient to cause a violation. Also, all of the anti-bribery prohibitions contained in this policy apply irrespective of whether you use Company funds or your personal funds to finance improper payments or other benefits.

**This policy prohibits you from providing bribes or other improper benefits directly as well as indirectly through Business Partners.** This prohibition also applies in cases where we use an outside consultant (including a law or accounting firm) to obtain permits or licenses for our business.

In an effort to comply with the FCPA and various other anti-corruption laws, it is imperative that we perform appropriate risk-based due diligence on our Business Partners that interact with officials or employees of governments, sovereign wealth funds, state-owned entities/organizations, public international organizations, or customers in relation to the Company's business. This diligence review must ensure that (i) there is a legitimate business justification for the Business Partner relationship and (ii) the Business Partner does not have a history or reputation for corruption. To ensure compliance, all Company Personnel must follow our procurement process when retaining Business Partners.

#### **4.4 Anti-Money Laundering/Anti-Terrorist Financing Compliance**

The Company prohibits its Company Personnel and Business Partners from engaging in any activity that facilitates money laundering or the funding of terrorist or criminal activities (collectively, "**Prohibited Transactions**") in connection with our business.

- **Money laundering** is the act of concealing or disguising the existence, illegal origins, and/or illegal application of criminally derived income so that such income appears to have legitimate origins or constitute legitimate assets. Money laundering is typically associated with funds or proceeds derived from illegal activities such as corruption, fraud, embezzlement, drug trafficking, arms smuggling, prostitution, racketeering/organized crime, terrorism, or sanctions/export control violations. Here are some examples of money laundering:
  - if a Company Personnel or Business Partner pays a bribe to a government official and then helps the official deposit or conceal those funds
  - if a Company Personnel or Business Partner causes the Company to do business with an individual or entity that appears on a export sanctions list or is a government official or owned by a government official.
- **Terrorist financing** involves funding criminal activities. Terrorist financing may not necessarily involve the proceeds of criminal conduct in every case, but rather an effort to conceal the intended criminal purpose behind the use of the funds. The fact that the funds were generated from legitimate business activities will not prevent one from violating anti-terrorist financing laws if those funds are then used to support terrorist or other criminal organizations.

To ensure compliance with anti-money laundering and anti-terrorist financing laws, it is imperative that the Company only works with Business Partners that are reputable and engaged in legitimate business. Company Personnel must report “suspicious transactions” to the Company. For these purposes, a “suspicious transaction” is any activity or transaction that involves an actual or suspected anti-money laundering or anti-terrorist financing violation committed by a Company Personnel or Business Partner. You must submit such reports upon receiving actual knowledge or developing a reasonable suspicion that a violation has occurred or will occur. For example, you should report if:

- You know or have a reasonable suspicion that Company Personnel or Business Partner has engaged in criminal activity;
- Company Personnel or Business Partner’s name appears on a U.S. sanctions list (searchable at <https://legacy.export.gov/csl-search>)
- Business Partner refuses to disclose its ownership structure or source of revenue if such information is requested by the Company.

You must handle all suspicious transaction reports in strict confidence. The General Counsel and certain other executives of the Company will decide what further action will be necessary based on the content of a report.

#### 4.5 Embargoes, Sanctions, and Export Controls

In relation to our business, Company Personnel and Business Partners must comply with all applicable economic and trade sanctions laws, regulations, rules, orders, and directives administered by government authorities. Sanctions and embargoes are restrictive measures used by governments to protect national security and/or achieve certain economic and foreign policy goals.

Sanctions and embargoes can take the form of the freezing of assets and/or restrictions on certain transactions. Violations of sanctions can result in civil or criminal penalties. These sanctions and embargoes can be strict, for example, one does not need to have specific intent to be in violation of U.S. sanctions and a strict liability standard may apply.

The Company maintains an export control process to assist with compliance in this area. The Company complies with the United States sanctions against **Cuba, Iran, North Korea, Syria, and the Crimea Region of Ukraine**. The Company also complies with partial sanctions programs in connection with certain other countries/regions. Most of the sanctions programs connected to those countries target individuals and companies that are designated on sanctions lists described below.

Many countries publish and maintain lists which contain the names of persons subject to comprehensive or partial sanctions/restrictions. Prior to engaging in business with customers and Business Partners, it is imperative that we screen them against the applicable lists.

- In the USA, the Office of Foreign Assets Control of the U.S. Department of the Treasury publishes a List of Specially Designated Nationals & Blocked Persons (the “**SDN List**”). Persons that appear on the SDN List are subject to the most comprehensive sanctions that prohibit U.S. persons from engaging in almost any transaction with them. A database of those lists is available at <https://legacy.export.gov/csl-search>.
- In Canada, Consolidated Canadian Autonomous Sanctions List contains individuals and entities subject to specific sanctions regulations made under the *Special Economic Measures Act* (SEMA) and the *Justice for Victims of Corrupt Foreign Officials Act* (JVCFOA). The list is available here: [https://www.international.gc.ca/world-monde/international\\_relations-relations\\_internationales/sanctions/consolidated-consolide.aspx?lang=eng](https://www.international.gc.ca/world-monde/international_relations-relations_internationales/sanctions/consolidated-consolide.aspx?lang=eng)
- In the UK, the Office of Financial Sanctions Implementation publishes a searchable list of individuals and entities subject to sanctions. The list is available here: <https://sanctionssearchapp.ofsi.hmtreasury.gov.uk/>

Export compliance can be complicated and Company Personnel are encouraged to reach out to the Company's legal department for assistance or to refer to the Company's Global Trade Compliance Policy.

#### 4.6 Anti-Boycott Compliance

The U.S. Export Administration Act (EAA) and the Internal Revenue Code prohibit U.S. persons from participating in boycotts imposed by other countries if those boycotts are not approved by the United States. Companies and individuals that violate these anti-boycott restrictions may face criminal consequences. In addition, companies that are *asked* to comply with such boycotts are obligated to report those requests to the U.S. government, *even if* they do not agree to abide by such boycotts. For example, agreements to refuse or any actual refusal to do

business with or in Israel or with companies from Israel will raise anti-boycott concerns.

#### **4.7 Forced Labour and Child Labour**

Company Personnel are strictly prohibited from working with any vendor, supplier or organization which using forced or child labour in their supply chain. Before engaging with a vendor or supplier, Company Personnel are required to abide by our procurement procedures. Vendors and suppliers are required to answer questions about their compliance with anti-forced and anti-child labour requirements before engagement.

#### **4.8 Competition and Fair Dealing**

We seek to outperform our competition fairly and honestly and Company Personnel are prohibited from making false or deceptive statements about our competitors, ourselves, or our own products. We seek competitive advantages through superior performance, not through unethical or illegal business practices. We will not collude in any way with any competitor to unlawfully fix prices, discounts or terms of sale or divide markets, market shares, customers or territories. Information about other companies and organizations, including competitors, must be gathered using appropriate methods. Illegal acts such as trespassing, burglary, misrepresentation, wiretapping, bribery, payment of kickbacks or facilitation payments and stealing are prohibited. Possessing trade secrets that were obtained without the owner's consent, or inducing such disclosures by customers or past or present employees of other companies is prohibited. Each employee should endeavor to respect the rights of, and deal fairly with, our customers, suppliers, competitors and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair business practice.

#### **4.9 Workplace Harassment and Discrimination**

The Company is committed to maintaining a collegial and respectful workplace and its policies prohibit workplace harassment and discrimination. The Company will comply with applicable human rights legislation in those jurisdictions where it does business.

- You will not discriminate against or harass Company Personnel, or any other person with whom you come in contact in the course of your role with the Company, on the basis of gender, race, ethnic background, religion, disability, age, marital and family status, sexual orientation and gender identity or any other personal characteristic protected by law.
- You will not engage in abusive or harassing conduct toward Company Personnel, or any other person with whom you come in contact in the course of your role with the Company, such as unwelcome sexual advances or other non-business, personal comments or conduct that makes others uncomfortable in their role with the Company.

All acts or threats of workplace violence are prohibited. We encourage and expect you to report workplace harassment, discrimination or other inappropriate conduct as soon as it occurs.

#### **4.10 Health and Safety**

The Company is committed to making the work environment safe, secure and healthy for its employees and others. The Company complies with all applicable laws and regulations relating to safety and health in the workplace. We expect Company Personnel to promote a positive working environment for all. You are expected to consult and comply with all Company rules regarding workplace conduct and safety. You should immediately report any unsafe or hazardous conditions or materials, injuries, and accidents connected with our business and any activity that compromises Company security to your supervisor. You must not work under the influence of any substances that would impair the safety of others. All threats or acts of physical violence or intimidation are prohibited.

#### **4.11 Privacy**

The Company, and companies and individuals authorized by the Company, collect and maintain personal information that relates to your employment, including compensation, medical and benefit information. The Company follows procedures to protect information wherever it is stored or processed, and access to your personal information is restricted. Your personal information will only be released to outside parties in accordance with the Company's policies and applicable legal requirements. Company Personnel who have access to personal information must ensure that personal information is not disclosed in violation of the

Company's policies or practices.

## **4.12 Information Technology Systems and Security**

You are expected to use the information technology systems of the Company available to you for appropriate business purposes and in a manner consistent with this Code, other policies and applicable laws and regulations. Use of these systems imposes certain responsibilities and obligations on all Company Personnel. Usage must be ethical and honest with a view to preservation of and due respect for Company's intellectual property, security systems, personal privacy, and freedom of others from intimidation, harassment, or unwanted attention. To the extent permitted or required by law, the Company may for business and/or legal and compliance purposes store, review, monitor, audit, intercept, access, copy, record and, where appropriate, disclose to regulators and other outside parties the information contained in, or your usage of, its information technology systems. In addition, it is your responsibility to be familiar with Company policies relating to information security and to take necessary and appropriate steps to prevent unauthorized access, including, for example, selecting appropriate passwords, safeguarding your passwords and other means of entry (and not sharing them with other persons) and password protecting data on electronic devices.

## **4.13 Confidentiality Concerning Company Affairs**

The business affairs of the Company are confidential and should not be discussed with anyone outside the organization except for information that has already been made available to the public.

## **4.14 Accuracy of Company Records**

You are responsible for ensuring the accuracy of all books and records within your control and complying with all Company policies and internal controls. All Company information must be reported accurately, whether in internal personnel, safety, or other records or in information we release to the public or file with government agencies.

## **4.15 Customers and Business Partners**

We strive to achieve satisfied customers who will be repeat buyers of our products and services and to building mutually advantageous alliances with our business partners. Our policy is to build lasting relationships with our customers and business partners through superior delivery and execution and honest sales and marketing. We will comply with applicable advertising laws and standards, including a commitment that our advertising and marketing will be truthful, non-deceptive and fair and will be backed up with evidence before advertising claims are made.

## **4.16 Political Activity**

Company Personnel must abide by all laws and regulations governing political contributions in every jurisdiction where the Company does business. Company Personnel may, subject to applicable laws, engage in legitimate political activity, as long as it is carried out on their own time and without using the Company's property. Company Personnel may seek election or other political office, but, in the case of officers or employees, must notify their supervisor before seeking such office to discuss the impact that such involvement may have on their responsibilities. Company Personnel may express their views on public or community issues of importance, but it must be clear at all times that the views expressed are those of the individual and not those of the Company.

## **4.17 Environmental Sustainability**

Company Personnel are encouraged to endeavor to have as little negative impact on the environment as possible. Company Personnel should recycle, sort hazardous waste, and contribute to reuse where ever possible. Company Personnel should strive to reduce climate impact from our business activities and limit the number of business trips. Company Personnel must follow all applicable sustainability laws and regulations. As we strive for a sustainable environment, we also ask that our suppliers, subcontractors and partners work towards environmental friendly processes and products.

#### **4.17 AI Use**

Company Personnel should use Artificial Intelligence (AI) and Generative AI programs ethically and responsibly. All AI use should be done in accordance with the Company's Generative AI Policy.

### **5.0 Waivers and Amendments**

Only the Board of Directors may waive application of or amend any provision of this Code. A request for such a waiver should be submitted in writing to the Board of Directors for its consideration.

#### **5.1 No Rights Created**

This Code is intended as a component of the flexible governance framework within which the Company's Board of Directors, assisted by its committees, supervises the management of the business and affairs of the Company. While it should be interpreted in the context of all applicable laws and regulations, as well as in the context of the Company's Articles and By-Laws, it is not intended to establish any legally binding obligations.