

**RPost**

# **Code of Business Conduct and Ethics**



## TABLE OF CONTENTS

<b>Introduction .....</b>	<b>3</b>
<b>Core Values.....</b>	<b>3</b>
<b>Responsibilities to Each Other.....</b>	<b>4</b>
1. Protecting Confidential Information and Intellectual Property.....	4
2. Avoiding Conflicts of Interest .....	5
<b>Disclosure and Resolution of Conflicts of Interest .....</b>	<b>7</b>
Conflicts of Interest Involving Directors .....	7
<b>Responsibilities to the Community.....</b>	<b>8</b>
Securing Competitive Information .....	8
Antitrust Laws.....	8
International Business Laws .....	8
Improving Our Communities .....	8
Respecting Human Rights and Preventing Modern Slavery .....	8
Conserving the Environment .....	9
Engaging in Political Activities .....	9
Media Contacts and Public Communications .....	9

## INTRODUCTION

This RPost Code of Business Conduct and Ethics ("Code") is the cornerstone of RPost's commitment to conducting business with the highest standards of integrity, ethics, and legal compliance. RPost has established this Code to provide a clear and comprehensive framework for ethical decision-making for all of its employees, officers, and directors, each referred to as a "Covered Person." This Code's principles and expectations also extend to RPost's contractors, consultants, and business partners, who are expected to adhere to the same high standards of ethical conduct that we demand of ourselves.

This Code is more than just a set of rules; it is a reflection of our core values and a guide to how we conduct ourselves in every aspect of our work. It is designed to:

- Articulate the fundamental principles that guide RPost's operations and define our ethical culture.
- Outline the key policies, procedures, and expectations that guide our business practices and support compliance with all applicable laws and regulations.
- Empower all Covered Persons to understand their responsibilities to RPost, our valued stakeholders, and the broader community in which we operate.
- Foster a culture of ethical awareness, accountability, and proactive decision-making.

Every Covered Person plays a vital role in upholding our ethical standards. It is your individual responsibility to:

- Thoroughly read, carefully understand, and fully embrace this Code.
- Use this Code as a practical guide to inform your decisions and actions in your daily work.
- Seek guidance and clarification whenever you encounter a situation where the appropriate course of action is unclear or uncertain.
- Proactively identify and address potential ethical issues or concerns.
- Speak up and report any suspected violations of this Code or any unethical or illegal conduct.

No one at RPost has the authority to instruct you to violate this Code, and any attempt to do so is unacceptable. If you ever feel pressured or directed to act in a way that you believe is unethical or illegal, you have a responsibility to resist and report the situation immediately.

This Code cannot possibly address every ethical dilemma or complex circumstance that may arise in the course of our business. Therefore, in addition to complying with the specific provisions of this Code, all Covered Persons are expected to exercise sound judgment, common sense, and the highest personal standards of ethics, honesty, and accountability in all their business dealings and decisions. We trust that you will always act with the best interests of RPost in mind.

## CORE VALUES

RPost's success and reputation are built upon our unwavering commitment to a set of core values. These values are the foundation of our ethical framework, the guiding principles for our decisions and actions, and the essence of who we are as a company:

- Integrity: We conduct our business with unwavering honesty, absolute transparency, and a strong moral compass. We adhere to the highest ethical standards in all our interactions, both internally and externally. We are committed to doing the right thing, even when it is difficult or inconvenient.
- Trust: We understand that trust is earned through consistent ethical behavior, reliability, and accountability. We build trust with our customers, partners, employees, and stakeholders by providing reliable products, dependable services, and consistently demonstrating ethical conduct in all our dealings.

- Respect: We treat all individuals with dignity, fairness, and consideration. We foster a culture of inclusivity, where diverse perspectives are valued, and every individual feels respected and empowered. We believe that respect for others is essential for creating a positive and productive work environment.
- Innovation: We are committed to continuous improvement, creativity, and innovation in our products, services, and processes. We encourage new ideas, embrace change, and strive to find better ways to serve our customers and achieve our business objectives. We recognize that innovation is essential for our long-term success and growth.
- Accountability: We take full responsibility for our actions, decisions, and outcomes. We are accountable to our stakeholders, including our customers, employees, investors, and the communities in which we operate. We hold ourselves to high standards of performance and strive to exceed expectations.
- Customer Focus: We are dedicated to deeply understanding and meeting the evolving needs of our customers. We strive to provide exceptional service, build long-term relationships based on mutual trust and respect, and consistently deliver solutions that exceed customer expectations. Our customers are at the heart of everything we do.

## RESPONSIBILITIES TO EACH OTHER

### 1. Protecting Confidential Information and Intellectual Property

Confidential information and intellectual property are among RPost's most valuable assets, driving our innovation, competitive advantage, and long-term success. This includes a wide range of sensitive information, such as:

- Information about RPost's cutting-edge technology, products, and services, including but not limited to proprietary software, algorithms, and related technical documentation.
- Strategic business plans, marketing strategies, and sales forecasts.
- Financial data, including revenue, expenses, and profitability.
- Employee information, including personal data and performance records.
- Customer data, including contact information and service-related usage information.

Safeguarding this information is critical for maintaining our position in the market, protecting our competitive edge, and preserving the trust of our stakeholders. The unauthorized disclosure or misuse of confidential information or intellectual property can have serious consequences for RPost, including financial losses, damage to our reputation, legal liabilities, and loss of competitive advantage.

All Covered Persons are required to adhere to RPost's comprehensive Information Security Policies and Acceptable Use Policies. These policies provide detailed and specific guidelines on the proper handling, secure storage, and authorized transmission of all forms of confidential information. It is essential that you familiarize yourself with these policies and comply with them at all times.

Key principles regarding the protection of confidential information and intellectual property include:

- Confidentiality: Treat all documents, emails, data, communications, and other information you encounter in the course of your work as strictly confidential. Do not discuss confidential information in public places, public online forums, or with unauthorized individuals. Disseminate information outside of RPost only when it is absolutely necessary for legitimate business purposes, and only with proper authorization from your manager or the appropriate department head.
- Authorized Spokespersons: Only those individuals specifically designated as official RPost spokespersons are authorized to communicate confidential information to the press, media outlets,

or in public forums. Unauthorized disclosure of company information to the public can have serious consequences for RPost and may even result in severe legal ramifications. If you are contacted by the media or any external party seeking information about RPost, you must refer them to the designated spokesperson.

- **Privacy:** Respect the fundamental right to privacy of our customers, employees, business partners, and all other individuals with whom we interact. Protect all personally identifiable information (PII) from unauthorized access, disclosure, or misuse. Comply with all applicable data privacy laws and regulations, including but not limited to the General Data Protection Regulation (GDPR), the California Consumer Privacy Act (CCPA), and any other relevant legislation in the jurisdictions where we operate.
- **Intellectual Property:** Protect RPost's valuable intellectual property, including patents, trademarks, copyrights, and trade secrets. Take all necessary steps to prevent unauthorized use, reproduction, or disclosure of our intellectual property. Do not infringe upon the intellectual property rights of others. Obtain all necessary licenses and permissions before using any third-party intellectual property, including software, images, or other copyrighted materials.
- **Secure Communication:** Handle confidential information using appropriate communications methods consistent with RPost's Information Security Policy requirements. Covered Persons are expected to exercise sound judgment and follow applicable internal policies when transmitting confidential information.
- **Data Handling:** Safeguard confidential information throughout its lifecycle and handle it in accordance with RPost's Information Security Policy. Covered Persons are responsible for ensuring that confidential information is accessed, used, stored, and disposed of in a manner that protects it from unauthorized access or disclosure.
- **Reporting Concerns:** If you have any reason to suspect a breach of confidentiality, unauthorized use or disclosure of intellectual property, or any other security incident, you have a responsibility to report it immediately to your manager, the Security Management Team, the Legal Department, or the HR Department. Prompt reporting is essential for minimizing potential damage and taking corrective action.

## 2. Avoiding Conflicts of Interest

All Covered Persons have a fundamental duty to act in the best interests of RPost and its stakeholders at all times. This requires a strong commitment to avoiding situations that create, or even appear to create, a conflict between personal gain or interests and RPost's interests. Conflicts of interest can erode trust, compromise objective decision-making, and severely damage RPost's reputation and financial well-being.

A conflict of interest arises when a Covered Person's personal interests, outside activities, relationships, or financial holdings could improperly influence, or appear to improperly influence, their judgment, decisions, or actions on behalf of RPost. It is essential to be vigilant in identifying, disclosing, and addressing potential conflicts of interest proactively and transparently.

When evaluating whether an actual or contemplated activity may involve a conflict of interest, you should carefully consider the following critical factors:

- **Appearance of Impropriety:** Would the activity, relationship, or situation appear improper, unethical, or questionable to a reasonable and objective observer? Even if there is no actual conflict, the mere appearance of a conflict can be damaging to RPost's reputation and erode trust.
- **Interference with Job Performance:** Could the activity, relationship, or situation potentially interfere with your ability to perform your job duties effectively, objectively, and in the best interests of RPost? Could it also interfere with the job performance of another Covered Person? Consider whether the activity could distract you from your work, create divided loyalties, or compromise your ability to make sound business decisions.

- **Access to Confidential Information:** Does the Covered Person have access to confidential information, sensitive data, or influence over significant resources or critical business decisions that could potentially be used for personal gain, advantage, or to benefit a third party at the expense of RPost?
- **Impact on Business Relationships:** What is the potential impact of the activity, relationship, or situation on RPost's vital business relationships, including our relationships with customers, partners, suppliers, vendors, and service providers? Could the activity create any perception of unfairness, bias, or preferential treatment?
- **Personal Benefit:** To what extent could the activity, relationship, or situation directly or indirectly benefit the Covered Person, their family members, or close associates? Consider both financial and non-financial benefits, as well as the potential for future benefits.

Examples of activities, relationships, and situations that could potentially involve conflicts of interest include, but are not limited to:

- **Competition:** Engaging in any activity that directly or indirectly aids, assists, or competes with RPost. This includes, but is not limited to, working for a competitor, providing consulting services to a competitor, serving on the board of directors of a competitor, or sharing confidential information with a competitor. Any activity that could potentially undermine RPost's competitive advantage is strictly prohibited.
- **Related Parties:** Hiring, supervising, managing, or influencing personnel decisions involving family members, close relatives, or individuals with whom you have a close personal relationship. Such situations can create the potential for favoritism, bias, and unfair treatment of other employees.
- **Business Relationships:** Having a direct or indirect financial interest in, or being employed by, or providing consulting services to, a customer, partner, supplier, vendor, or service provider of RPost. These types of relationships can create the potential for self-dealing, preferential treatment, or decisions that are not in the best interests of RPost. All such relationships must be fully disclosed and approved in advance by the appropriate level of management.
- **Outside Activities:** Serving on the board of directors, or holding a leadership position, in another company or organization without obtaining prior written authorization from the appropriate level of management. Such activities can create conflicts of commitment, as well as potential conflicts of interest, and may also involve the use of confidential RPost information.
- **Financial Interests:** Owning or acquiring a significant financial interest in a competitor, or in a business that does business with, or seeks to do business with, RPost. The size and nature of the financial interest, the nature of RPost's relationship with the other entity, and the employee's access to confidential information and ability to influence RPost decisions are all factors that will be considered in evaluating potential conflicts.
- **Gifts and Entertainment:** Soliciting or accepting gifts, loans, favors, discounts, or preferential treatment of any kind from any person or entity that does business with, or seeks to do business with, RPost. Similarly, offering or providing gifts, entertainment, or other benefits to customers, partners, suppliers, or government officials can also create the appearance of impropriety or bribery.
- **Corporate Opportunities:** Taking personal advantage of business opportunities that RPost may wish to pursue or that are discovered through your position at RPost or through the use of Company property or information. All business opportunities related to RPost's current or potential business activities must be presented to RPost first.
- **Personal Relationships:** Allowing personal or romantic relationships to influence business decisions, create an unfair advantage for one party, or disadvantage another party. Personal relationships should never be allowed to interfere with objective decision-making or create a hostile or biased work environment.
- **Self-Dealing:** Using your position at RPost for personal gain, enrichment, or to benefit family members, friends, or associates. This includes, but is not limited to, using Company resources for

personal purposes, directing business to a company in which you have a financial interest, or using your influence to obtain favorable treatment for yourself or others.

- Moonlighting: Engaging in outside employment, consulting work, or other business activities that interfere with your job responsibilities at RPost, create a conflict of commitment, or present a conflict of interest. All outside employment or business activities must be disclosed to and approved by Human Resources as well as your manager.

## DISCLOSURE AND RESOLUTION OF CONFLICTS OF INTEREST

Transparency and proactive disclosure are essential for managing conflicts of interest effectively. If you believe that you are involved in a potential conflict of interest, or if you become aware of a potential conflict involving another Covered Person, you have a clear responsibility to:

- Disclose: Immediately disclose the situation to your direct manager, the Compliance Officer, the Legal Department, or HR Department . Provide all relevant information about the potential conflict, including the nature of the conflicting interest, the parties involved, and any potential impact on RPost.
- Recuse: If you are involved in a decision-making process related to the conflict, you must immediately recuse yourself from any further involvement in that process. Do not attempt to influence the outcome of any decisions.
- Cooperate: Fully cooperate with any review or investigation of the conflict. Provide complete and accurate information to the individuals or departments responsible for investigating and resolving the conflict.
- Resolution and Guidance: RPost will thoroughly review all disclosed conflicts of interest on a case-by-case basis. RPost is committed to taking appropriate and decisive action to address conflicts of interest and protect the interests of RPost and its stakeholders. Covered Persons are expected to adhere to the guidance and direction provided by RPost management, the Compliance Officer, or the Legal Department. Actions taken to resolve conflicts may include, but are not limited to:
  - Requiring divestiture of financial interests that create a conflict.
  - Reassignment of job responsibilities to eliminate the conflict.
  - Establishing appropriate safeguards to mitigate the conflict.
  - Disciplinary action, up to and including termination of employment, in cases of serious or unresolved conflicts, in accordance with applicable policies and law.

### Conflicts of Interest Involving Directors

Members of RPost's Board of Directors also have a critical responsibility to avoid conflicts of interest that could compromise their fiduciary duties to RPost. Directors owe a duty of loyalty to RPost and must act in the best interests of RPost and its shareholders.

Any director who faces a potential conflict of interest in connection with a decision to be made by the Board of Directors should take all necessary steps to avoid the conflict. This includes, but is not limited to:

- Fully disclosing the nature and extent of the conflict to the Board.
- Recusing themselves from any Board discussions, deliberations, or votes related to the matter in which the conflict arises.
- Refraining from attempting to influence the decisions of other directors regarding the matter.

Directors must promptly notify the Chair if they believe that a conflict of interest exists, or may potentially exist, that could interfere with their ability to perform their responsibilities as a director of RPost.

## RESPONSIBILITIES TO THE COMMUNITY

### Securing Competitive Information

Free and open markets drive innovation and benefit our community, making our products and services better over time. At RPost, we do not engage in activities that restrict fair competition or violate antitrust laws. We gather competitive intelligence ethically, seeking only publicly available information and conducting all discussions and business strategies as if they were under public scrutiny.

We do not take unfair advantage of competitors, customers, or partners through the misuse of confidential information, misrepresentation of material facts, or other deceptive business practices. Our commitment to integrity means competing based on the merits of our products and services, not through unethical or unlawful behavior.

### Antitrust Laws

Antitrust laws exist to protect consumers and promote a competitive marketplace. Employees must avoid:

- Price-fixing agreements with competitors or resellers.
- Agreements with competitors to share pricing or marketing information or to allocate markets or customers.
- Engaging in any form of collusion that restricts trade or reduces competition.
- Monopolistic behaviors or other anti-competitive practices.

Certain types of information, such as pricing, production data, and inventory levels, must never be shared with competitors—even in informal settings—as this can create the appearance of improper arrangements.

### International Business Laws

RPost is committed to conducting business globally with integrity and in compliance with all applicable international, national and local laws and regulations in the jurisdictions where it operates. These laws may include, where applicable, anti-corruption, sanctions, export control, and trade compliance laws such as:

- The Foreign Corrupt Practices Act (FCPA): Prohibits bribery of government officials and requires accurate financial records.
- U.S. Embargoes and Trade Sanctions: Restrict business with certain countries, groups, and individuals.
- Export Controls: Limit the export or re-export of goods, services, and technology to restricted entities or countries.
- Anti-Boycott Compliance: Prevents U.S. companies from participating in unsanctioned boycotts.

Employees must never offer or accept bribes, kickbacks, or improper payments to secure business advantages. Compliance with anti-corruption laws applies in all countries where RPost operates, even in regions where such practices may be considered customary.

If you have any concerns about whether an activity is permissible, consult your supervisor or the Compliance Officer before proceeding.

### Improving Our Communities

RPost recognizes the importance of giving back to the communities where we operate. We encourage employees to participate in charitable and community activities.

### Respecting Human Rights and Preventing Modern Slavery

RPost is committed to upholding human rights in every aspect of our business and supply chain. We:

- Prohibit the use of forced labor, child labor, or any form of human trafficking.
- Maintain a safe, non-discriminatory work environment.
- Ensure ethical treatment of employees and contractors.

We expect employees to report any concerns related to human rights violations, either within RPost or in our supply chain.

## Conserving the Environment

Sustainability is a priority at RPost. We are dedicated to:

- Encouraging the use of environmentally friendly products and services.
- Complying with all applicable environmental laws and regulations.

Employees are encouraged to adopt environmentally responsible practices in the workplace, such as recycling and reducing unnecessary resource use.

## Engaging in Political Activities

RPost respects employees' rights to participate in the political process on their own time. However, employees must:

- Avoid using company resources to support political campaigns or activities without prior approval.
- Ensure that personal political activities do not create conflicts of interest with RPost's business.
- Not solicit political contributions from colleagues, partners, or customers in connection with their work at RPost.

Political activities undertaken on behalf of RPost that involve direct engagement with government officials must be coordinated with the Legal and Compliance teams to ensure adherence to all relevant regulations.

## Media Contacts and Public Communications

To ensure that RPost communicates responsibly and consistently, employees must adhere to our external communication policies. Only authorized spokespersons may speak on behalf of RPost regarding:

- Financial performance and corporate strategy.
- Product launches, major partnerships, or industry events.
- Legal matters, crisis responses, or regulatory inquiries.

Employees should refrain from making public statements about RPost on social media or in public forums unless authorized to do so.

---

*By following these principles, we ensure that RPost remains a responsible corporate citizen, committed to ethical business practices, community engagement, and sustainable growth.*