



# Conflict of Interest Corporate Policy

## INTRODUCTION

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NetZero is a global company specializing in the long-term removal of carbon dioxide from the atmosphere. We transform agricultural waste into biochar, a very stable form of carbon used as a soil amendment. NetZero's mission is to **bring biochar at scale in the tropics**, with the greater **purpose of helping society build a more sustainable world**.

A **conflict of interest occurs when our private interests** – such as outside relationships or financial interests – **interfere or appear to interfere with the interests of the company**. This type of situation does not necessarily imply corruption. However, if not identified, assessed and managed appropriately, a (potential) conflict of interest can compromise NetZero's integrity, values and therefore the trust and respect of our stakeholders (colleagues, investors, customers, suppliers, community) in our business.

**Ensuring an ethical conduct and maintaining trust is paramount for NetZero**. By effectively identifying and managing potential conflicts of interest, we can safeguard our reputation, promote transparency, and uphold the principles of fairness and integrity.

## STATEMENTS AND DIRECTIVES

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When an actual or potential conflict of interest situations is perceived, all **NetZero collaborators' duty is to disclose them promptly to their supervisor or to the designated representative for managing the topic**. In case of any doubt, reporting this type of situation is in your own interest as well as in the interest of the company, as transparency eliminates any perception of illegal activities.

Upon receipt of a report, the supervisor, or the designated representative for managing the topic, will **assess the situation, take appropriate action, and ensure the conflict is managed in the best interest of the Group**.

To anticipate any potential issue of conflict of interest, and to ensure a first assessment of its most sensitive functions, NetZero **requires that the questionnaire attached to this Policy be completed and signed by any employee who has a managerial role in the company, who may influence making decisions or who may have access to sensitive or confidential information**.

**Violation of this policy by any employee of NetZero may lead to disciplinary sanctions up to and including termination**. Violation of this policy by a stakeholder of NetZero may result in the termination of NetZero's collaboration with said stakeholder.

## DEPLOYMENT AND TRAINING

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This policy, its annex, statements and guidelines must be implemented through specific rules and training in all countries where NetZero operates, towards all employees and direct subcontractors, when applicable, and shall be monitored periodically to attest these principles and objectives are met.



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## ANNEX: QUESTIONNAIRE FOR PRELIMINARY CONFLICT OF INTEREST ASSESSMENT

### 1. Conflict of interest situation

In your current role, do you have any personal interest or relationship that might impair or even appear to impair your ability to make objective decisions in the interest of NETZERO?

- No, I don't have a conflict of interest.
- If yes, please provide details:

### 2. Other jobs

Do you hold a second job or position in addition to the one you hold with NETZERO, that may interfere with your work or your ability to make objective and fair decisions on behalf of NETZERO? (employee, director, trustee or volunteer even)

- No
- If yes, please provide details:

### 3. Employment of family and friends

In your area of responsibility, do you employ, supervise, or have any promotion or compensation decision power in relation to family or friend?

- No
- If yes, please provide details:

### 4. Business relation with relevant third parties

Have you had or are you aware of any of your family or friends:

-having a business relationship with

-working at

a supplier/distributor/service provider (active or in tender process), customer or competitor of NETZERO?

- No
- If yes, please provide details:



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### 5. Interest in NETZERO transactions

Do you hold, or are you aware of any family or friends holding, directly or indirectly, any personal financial interest in an existing or planned business transaction in which NETZERO is engaged or may be interested?

- No
- If yes, please provide details:

### 6. Competitors

Do you hold, or are you aware of any family or friend holding directly or indirectly, any personal financial interest (over 5% of equity interest) in any competitor of NETZERO?

- No
- If yes, please provide details:

### 7. Service in other organizations

Have you served, or are you aware of any of your family or friends, serving as director, trustee, officer or consultant in charitable sports, volunteer or civic organization that has a business relationship with NETZERO or that is financially supported by NETZERO?

- No
- If yes, please provide details:

### 8. Loan, indebtedness

Have you obtained, or are you aware of any of your family or friends obtaining any personal loans, advances from, or are otherwise indebted to, any person or entity (bank, insurance company, etc) with which you also have or had dealings as part of your job/employment with NETZERO?

- No
- If yes, please provide details:



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### 9. Political, administrative, and judicial functions

Have you held in the last 5 years, or are you aware of any of your family or friends holding, political, administrative or judicial functions that may be able to influence decisions affecting NETZERO?

- No
- If yes, please provide details:

### 10. Receipt of gifts

Have you received, or are you aware of any of your family or friends receiving, directly or indirectly, any gifts or items of value worth more than USD 150 during the past year from third parties because of your employment or position with NETZERO?

- No
- If yes, please provide details:

### 11. Receipt of personal Hospitality

Have you received, or are you aware of any of your family or friends receiving, directly or indirectly, any entertainment, hospitality, or other advantage worth more than USD 150 from a third party during the past year because of your employment with NETZERO? E.g., entertainment, events, meals, grants, etc.

- No
- If yes, please provide details:

### 12. Discounts

Have you received, or are you aware of any of your family or friends receiving, during the past 12 months, personal discounts or other benefits from suppliers, distributors, service providers or customers of NETZERO?

- No
- If yes, please provide details:



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I confirm that I have read the NETZERO Conflict of interest policy and confirm that, to my knowledge, I have been and remain in compliance with this policy.

- No
- Yes

I hereby confirm that my statements in this questionnaire are true, complete, accurate and that to the best of my knowledge, I do not have any other existing and/or potential conflict of interest to disclose.

- No
- Yes

Name:

Position within the company:

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Signature: