

Code of ethics

Doing the right thing

April 12, 2021

GARDAWORLD



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Letter from GardaWorld's Founder, Executive Chairman, President and Chief Executive Officer

Dear Colleagues,

As the world's largest privately owned security, end-to-end cash management solutions and integrated risk management company, GardaWorld relies on more than 122,000 highly skilled, dedicated professionals, like you, who serve a diverse clientele in North America, the Middle East, Africa and Europe. From the perspective of our clients, our stakeholders and the communities that deal with us on a day-to-day basis, you are GardaWorld, and it matters that you always do the right thing.

As employees of GardaWorld, you build relationships by interacting with one another and with the people, organizations and communities that allow our business to flourish. Every day, you make decisions, large and small, that mold our company and influence how others perceive our business and our brand.

We are all ambassadors of the GardaWorld brand—a brand that is built on fundamental principles that earn the confidence, respect and trust of others.

As the voice that spreads our corporate culture in the business world, it is paramount that employees at every level understand and follow the same ethical roadmap and promote the common values we hold dear.

This Code of Ethics is the basis of that roadmap and is meant to guide our conduct in light of the high standards we set for ourselves and must live up to.

This Code of Ethics is integral to who we are and to the way we do business.

Sincerely,



Stephan Crétier
Founder, Executive Chairman, President
and Chief Executive Officer



Introduction

GardaWorld is committed to upholding the highest standards of integrity and ethics in the conduct of our business operations. As an integrated global security company, GardaWorld is attuned to the regional differences that may exist in the areas in which we operate, and to the diversified nature of our business, which consists of several operating segments. The global and diversified nature of our Company makes us even more acutely aware of the need to conduct our business in a coherent manner, regardless of where we operate.

The value we place on maintaining accountability, consistency, transparency, diligence, and excellence in our business dealings contributes to creating a corporate culture in which employee, client and stakeholder satisfaction are achieved and corporate governance is optimized. When that happens, our mission of success is ensured.

PURPOSE

This Code of ethics (the **Code**) serves to provide our employees with guidance on GardaWorld's business ethics. It is a set of guiding principles that is meant to serve as a standard of conduct that we expect all employees will commit to in making ethical decisions in the scope of their work and their business dealings.

GOVERNANCE STRUCTURE

The Board of Directors of GardaWorld (the **Board**) is responsible for implementing a governance structure to ensure that the principles of the Code are observed, promoted, and managed effectively throughout the organization. In fulfilling this obligation, the Board has mandated the Governance Committee to oversee the interpretation of the Code and, from time to time, to assess, review and recommend modifications or amendments thereto. The Governance Committee advises the Board on developing governance standards for the Company and on reviewing related procedures to ensure compliance with applicable laws and regulations. In coordination with GardaWorld, business units or divisions will issue policies or directives specific to their respective activities; if there is any discrepancy between the Code and a policy, the more stringent applicable requirement always prevails.

Management, the legal and human resources teams, and supervisors all share in the responsibility to promote an ethical work environment and to ensure that the Code is distributed, understood, and followed within their teams.

SCOPE

To whom does this Code apply?

- To Garda World Security Corporation and its subsidiaries (collectively, **GardaWorld** or the **Company**) and to all part-time and full-time employees, without exception, all managers, executive officers and directors of every GardaWorld entity, business unit or division, regardless of their location.
- Other persons who may be identified from time to time in the Company's policies or guidelines.

I'm a good person, so why do I need to read this?

Don't you trust your employees?

- Having our business ethics in writing does not mean that we don't trust our employees.
- While we expect that each of our employees will exercise good judgment in the execution of their functions, this Code proposes to align that judgment with the values and ethical principles that GardaWorld has adopted.

Will this Code tell me how to act in every situation?

- The Code is not meant to be a playbook, but rather to act as a framework to help guide difficult decisions and ethical dilemmas that may arise in the course of your employment with GardaWorld.
- Furthermore, this Code is not meant to be a comprehensive and isolated document; it is meant to be read together with other policies and guidelines issued by GardaWorld, our business units or divisions, which provide further guidance or more specifically govern certain situations.
- GardaWorld is a global business and our worldwide operations expose us to a variety of risks, which can be subject to strict regulations—including, for example, with regards to health, safety and physical wellbeing, as well as bribery, corruption, fraud, kickbacks, and money laundering. These regulations govern the conduct of employees and subsidiaries everywhere in the world, regardless of nationality or location. It is essential that employees understand and comply with all applicable regulations in this respect.

Is this all I need to know?

- In addition to complying with this Code, you have an obligation to follow all Company policies and guidelines that apply to you.
- Above all, we expect and require that all employees respect the laws and regulations of the jurisdictions in which they operate.

Guiding principles

GardaWorld is a trusted leader in the security services industry and is dedicated to providing global security solutions, while respecting the core values that have anchored our success.

Our core values define who we are, how we operate and our commitment to those with whom we do business and interact.

They are:

- INTEGRITY:** The moral force that drives everything we do, every day, and with everyone with whom we interact
- TRUST:** The confidence we have earned and continue to earn from clients and business partners
- VIGILANCE:** The awareness that mitigates risk and enables us and our clients to do business safely and securely throughout the world
- RESPECT:** For each other, our clients and business partners, for the communities we serve, for the assets and businesses we protect, for the GardaWorld brand and our reputation

Our culture

Our employees are the single greatest contributors to our success. That's why we foster an environment where all employees can feel empowered to make sound decisions, and why we promote responsible management. We expect the choices of employees that come with autonomy and empowerment to align with the organizational goals, expectations and standards that encompass GardaWorld's culture and ensure our success.

GardaWorld's success depends not only on dealing with and overcoming everyday challenges, but also on rising above those challenges to focus on the opportunities and the positive changes the future can bring.

Our employees are encouraged to:

- Take OWNERSHIP** To challenge themselves, always strive to do better and lead by example, as well as to be accountable for their work and their actions
- Act RESPONSIBLY** To actively contribute to a culture that respects ethical values, communities, people and the environment

Workplace conduct, respect and courtesy

GardaWorld is committed to providing a work environment where our employees feel protected, valued and respected. All of us are expected to ensure our conduct complies with applicable Company policies and standards. As an employer, we are committed to:

- Treating all employees with dignity and respect
- Providing fair wages, benefits, and reasonable working hours in compliance with industry standards, local laws and regulations
- Identifying and removing barriers to reasonable accommodation
- Examining compensation to promote pay equity and eliminate gender wage gaps
- Providing equal employment opportunities to designated groups, and valuing an inclusive and diversified workforce
- Offering a workplace free of any discrimination, harassment, and violence, including psychological harassment, sexual harassment, abuse of power, threats, and intimidation
- Seeking out and working with qualified individuals regardless of race, religion, ethnicity, gender, national origins, age, sexual orientation, disability or any other characteristic unrelated to the ability to conduct work
- Supporting the collective bargaining process and employees' rights to exercise their freedom of association

Health and wellbeing

GardaWorld is committed to providing a healthy, safe, and secure work environment. Ensuring workplace and transportation safety is a joint responsibility of GardaWorld and our employees. All of us are expected to ensure our own safety as well as that of others, notably by acting responsibly, being aware of Company policies and standards, participating in provided security training activities, and by being able to detect potential risks and adequately use the proper equipment. We are committed to:

- Ensuring that the health and safety of every employee is protected while working
- Taking all reasonable precautions to prevent workplace accidents, illness and injuries
- Providing the necessary information, training and supervision to perform their job safely including, as applicable, the use of force
- Complying with all national and local health, safety, and environmental laws
- Not tolerating the use of drugs or alcohol by employees while on duty or on Company premises to ensure a work environment that is safe, healthy, and appropriate for employees and others with whom we interact

Human rights

GardaWorld fully supports the principles enshrined in the United Nations' Universal Declaration of Human Rights. As such, we conduct our business in full compliance with UN Guiding Principles on Business and Human Rights. GardaWorld is a founding signatory of the International Code of Conduct for Private Security Providers (**ICoC**), which adheres to the principles adopted by the United Nations. Accordingly:

- We do not tolerate the practice of human trafficking in any form and reject any form of child labor or slavery, including forced or indentured labor of any sort.
- We comply with ICoC standards and principles for security companies in respect of human rights and humanitarian law.

Business integrity and professional conduct

As a global leader in the industry of integrated security services, we have an obligation to uphold the highest standards in the way we work. Ethical business practices are fundamental to earning and keeping the trust and respect of those with whom we deal, as well as maintaining a successful brand and an excellent reputation.

- Employees must ensure they openly discuss any situation or address any problems that are brought to light, and adequately inform clients and guide them towards services and solutions that are best adapted to their needs.
- Employees must never mislead or attempt to mislead our existing or potential clientele.
- The funds and the property with which employees are entrusted in the scope of their job should be treated with the greatest care; any misappropriation, unsuitable or negligent use of Company or third-party funds or property is strictly prohibited.

Perhaps more than other businesses, GardaWorld's business requires employees to embody standards of conduct that go beyond the norm. Our business is built on trust, transparency and accountability. As such, we expect our employees to commit to certain behaviors that conform to our corporate culture.

The company, together with our business units or divisions have several policies and procedures that address certain specific areas of risk—including, for example, anti-bribery and corruption, government dealings, fraud, kickbacks, and money-laundering. GardaWorld has a zero-tolerance policy for all forms of bribery or corruption, regardless of whether the recipient is a government official or a private actor. It is critical that employees read, understand, and comply with the Company policies and procedures that apply to them in their activities within the business, but as a general matter all employees are expected to:

NOT ENGAGE IN OR TOLERATE ANY FORM OF BRIBERY OR IMPROPER PAYMENT

- Never provide, offer, promise, receive, or solicit any improper payment or engage in any form of kickbacks.
- Comply with the terms of all government tenders and procurement processes, and not engage in any improper dealings in connection with any interactions with governments of any level.

AVOID CONFLICTS OF INTEREST

- Avoid any situation where your personal interests prevent you from making objective and sound decisions regarding your job or GardaWorld's business activities.
- Be transparent in all you do and, whenever in doubt about a conflict, ask your supervisor or a more senior employee for guidance.
- Should a situation arise where a real or potential conflict exists, disclose the situation or refrain from making any decisions on the matter.
- Do not hold any position or job that is adverse to the interests of GardaWorld.
- Refuse any business courtesies, such as gifts, entertainment, services, or favors offered in a way that creates the appearance of impropriety, impairs your objectivity, influences or attempts to influence judgment or decision, or changes how services are provided. Also, refuse any gift or gratuity that could harm GardaWorld's reputation if ever made public.

PROTECT AND REFRAIN FROM DISCLOSING CONFIDENTIAL INFORMATION

- Preserve the confidentiality of privileged or personal information that you find yourself in possession of, belonging or entrusted to GardaWorld. This information would include, without limitation, plans, methods, budgets, targets, service levels, pricing, routes, practices and activities of GardaWorld, client lists and personal information (including computer/electronic files and paper records). It would also include private information obtained during the course of external or internal investigations or any other corporate activities, mandates or client contracts.
- The obligation to keep such information confidential applies even if you are no longer an employee of GardaWorld.
- Avoid giving, communicating, transferring, selling, publishing, reproducing or publicly disclosing any confidential or personal information to third parties, or to GardaWorld employees who do not need to know this information in the course of their work.
- Avoid using material non-public (insider) information you find yourself in possession of about customers, governments, vendors, suppliers, or competitors, which may influence their financial performance for your personal gain or benefit.

ENSURE BOOKS AND RECORDS ARE ACCURATE AND COMPLETE

- Never falsify or in any way mischaracterize any transaction or dealings in GardaWorld's books, records, or accounts.
- Follow internal processes and procedures, including capturing information in the proper system and labeling it correctly so it is complete and accurate.
- Follow internal processes and procedures to ensure that the information contained in all books, documents, reports and records is accurate and complete, and that all transactions are properly documented and authorized in accordance with the applicable law. This is so the Company pays the correct amount of tax due relative to business activities in countries where we operate.

FAIR COMPETITION

- Compete vigorously, independently, and ethically, but avoid using any misleading marketing, advertising, or improper negotiation methods and tactics, which could be interpreted as a way of intimidating or forcing a client to purchase a product or a service.
- Never engage in cartels or other measures or methods planned to restrain or to obstruct fair competition.

RESPECT COMPANY PROPERTY

- Use GardaWorld's equipment, supplies, records, documents and other assets (which remain the property of GardaWorld) only in accordance with Company policies.
- Take appropriate care of Company property provided to you for use during the course of employment. Only use it for the purpose for which it was intended, and return it upon the termination of your employment.
- Do not destroy, retain, process or record any documents or records belonging to GardaWorld; these should be remitted to GardaWorld for management in accordance with applicable document retention policies.
- Refrain from using GardaWorld's intellectual property without prior authorization.
 - These rights include all of GardaWorld's trademarks, logos, trade names and domain names, patents and inventions, all existing copyrights and copyrightable works, as well as all trade secrets, know-how, technical information and other secrets of a commercial nature and associated goodwill.

BE PROFESSIONAL AND DISCREET IN COMMUNICATIONS

- Use appropriate and professional language in all forms of communication, including emails, written documents, and verbal exchanges.
- Refrain from making remarks or expressing opinions that could be harmful to the interests, image, or reputation of GardaWorld, including on all forms of social media.
- Do not speak directly to the media; refer all requests from the media or the public to the Global Communications Department at media@garda.com or to a Senior Executive of the Company.

Respecting all applicable laws and code of ethics

All employees must comply with the laws and regulations that apply to them and their work. Employees who fail to comply with the law expose both themselves and GardaWorld to legal action. Violations of this Code or of applicable laws may lead to disciplinary measures that are proportional to the violation, up to and including termination of employment, in addition to sanctions imposed by law.

Governments, international organizations and civil society

GardaWorld takes pride in serving governmental bodies around the globe. In addition to the ethical and legal requirements in this Code, GardaWorld is committed to complying with all the particular rules and regulations that may apply when providing services pursuant to a government contract or subcontract.

While we engage on public policy and legislative issues that affect our business and contribute relevant information and share our experiences to help in the creation of robust policy, regulation and legislation, GardaWorld has a policy of strict political neutrality. We do not make donations to any political parties, organizations or individuals engaged in politics.

- Employees dealing with government officials or other government representatives and negotiating contracts on behalf of GardaWorld are responsible for knowing and complying with all applicable laws and regulations, including those pertaining to lobbying activity.
- GardaWorld expects employees assigned to manage and execute government contracts to understand and comply with applicable rules and regulations.
- In the execution of public contracts, it is critical that all employees refrain from engaging in improper conduct involving political parties, candidates for political office, or other government officials.
- Individuals who wish to make political contributions on their personal behalf are expected to comply with the applicable legal requirements in the relevant jurisdiction in which they work. Employees may engage in legitimate political activity, provided such activity is carried out on their own time and without using GardaWorld's property and resources.

Community and society

GardaWorld is committed to improving the sustainable development and the economic wellbeing of the communities we serve in the various regions in which we operate. GardaWorld's workforce is, insofar as it is possible, reflective of the communities in which we conduct business. We actively support social initiatives and charitable projects that promote the health, education, and safety of these communities, and we take great pride in having positive impacts throughout the world. We support community-based projects that have a direct influence on the wellbeing and development of people with whom we engage daily. *Ad hoc* donations are also made directly to schools and charitable organizations to assist in their fundraising efforts.

Environment

GardaWorld understands the need to conduct business in a manner that protects the environment, preserves resources, mitigates our environmental footprint, and ensures sustainable development. We are constantly challenging ourselves to find new and innovative ways to encourage energy efficiency and be cleaner, reduce emissions and water consumption, and better manage waste. We encourage our employees to contribute ideas to help us identify areas of improvement and further develop our initiatives relative to sustainability and environmental matters.

Data privacy and confidentiality

GardaWorld understands the importance of maintaining the confidentiality of sensitive employee information. This includes respecting privacy laws and establishing processes and procedures to secure and safeguard sensitive employee data and notifying employees of any breach. We ensure that:

- Our employees' personal information collected within the scope of their employment is protected and remains confidential.
- Employees' personal information is to be disclosed only to such personnel who have authorization to receive this information within the responsibilities of their work or when required by law.

Getting help and raising issues

One of our most important responsibilities under this Code is also one of the most basic: speaking up when we have questions or concerns. But that does not mean it's always easy. If you have any questions or concerns about this Code or any Company policy, you can seek guidance from your Legal Department. If you witness conduct that violates the Code or any Company policy, or if something does not feel right, raises suspicion, or makes you morally uncomfortable, do not ignore it; report it. It is our collective responsibility to speak up, as it helps keep issues from escalating or reoccurring. At GardaWorld, retaliation against anyone for making a report in good faith is not tolerated.

If you know of or suspect a violation of the Code or any Company policy, or of any law or regulation, you are required to come forward with such information and first discuss the situation with a supervisor. If you are not comfortable talking to your supervisor or if you have talked to your supervisor but do not feel the issue has been appropriately dealt with or resolved, you should speak with the Legal Department or the Human Resources Department.

While we seek to develop and foster an open culture—even when that means having difficult conversations—you may also raise your concerns anonymously through the confidential Ethics and Integrity Hotline. Please refer to GardaWorld's Whistleblowing Policy at garda.com/about-us/governance-and-sustainability for the specific procedure established for the anonymous reporting and treatment of complaints and other feedback.

INTEGRITY
TRUST
VIGILANCE
RESPECT

GARDAWORLD

