

# CHARGEAFTER CODE OF CONDUCT

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## OUR PRINCIPLES

- We do business fairly and ethically.
- We comply with all applicable laws and regulations
- We welcome different perspectives.
- We do not tolerate employment discrimination or workplace harassment.
- We secure and protect corporate, customer, and consumer data.
- We enforce our policies with appropriate discipline.
- We protect those who raise concerns from retaliation.

These Principles and this entire Code applies to everyone at ChargeAfter – all of our employees, directors, officers, executives, and contractors. We also expect all others acting on behalf of ChargeAfter to hold themselves to the same high standards. All of us have a responsibility to help protect our reputation so that our actions do not compromise our future success.

### Expectations of Managers

If you are a manager or in a leadership position, it is not enough for you alone to behave legally and ethically. You have a responsibility to set the tone for your team and make a visible commitment to acting with integrity and promoting ethical behavior. Your actions should demonstrate that achieving business goals should never be done at the expense of our ethical values and compliance with the law. Any manager who has knowledge of a suspected or actual violation and fails to report it to their manager, Human Resources, or Compliance may also be subject to disciplinary action

### Consequences for Violating the Code

If it is determined that you have violated the Code or any law, rule, or regulation, ChargeAfter may take disciplinary action that it deems appropriate depending on the circumstances – ranging from a warning to termination or referral for criminal prosecution.

### Identifying and Raising Concerns

If you have any questions about interpreting or applying the guidance set out in the Code, it is your responsibility to consult your manager, Human Resources, or the Compliance team.

If you suspect that someone is behaving illegally or unethically, please speak up. If someone asks you to do something that you believe is inconsistent with our Code, please speak up.

Though it takes courage to raise a concern, you are expected to come forward if you have information about activities or behavior that conflicts with, or could be perceived as conflicting with, our Code or any law, rule, or regulation – whether by ChargeAfter or its employees, officers, directors, or any third party doing business on behalf of ChargeAfter. As a ChargeAfter team member, it is your responsibility to promptly report the matter.

### No Retaliation

No employee who, in good faith, reports ethical or legal issues, questionable practices, or irregularities to management, or who cooperates in an investigation of the same, will be discharged, demoted, suspended, threatened, harassed, or in any other manner discriminated against in the terms and conditions of his/her employment because of the making of such a report or providing such cooperation, unless it is determined that false information was knowingly provided by such employee.

### **FAIRNESS**

Fairness is a core value at ChargeAfter.

We are committed to fair treatment of consumers who are seeking financial services, including compliance with antidiscrimination laws such as the US Equal Credit Opportunity Act (ECOA), as well as consumer protection laws such as the US Dodd-Frank Act's prohibition of unfair, deceptive, and abusive acts and practices.

In addition, we expect all of our partners to adhere to the same high standards when using our platform or otherwise interacting with consumers. We will recognize it when a partner meets our standards, because they will:

- offer only products that are designed to be of value to consumers
- provide consumers with clear and conspicuous information they need to make informed decisions
- avoid deceptive or misleading statements
- ensure they do not discriminate based on personal characteristics protected by law
- make it easy for consumers to contact them with requests, concerns or complaints, and respond promptly and appropriately

Finally, ChargeAfter policy requires that our employees and representatives behave fairly in all our dealings, above and beyond the letter of any regulation. This encompasses the fair and ethical treatment of all current and potential business partners and competitors.

## **PREVENTION OF BRIBERY**

ChargeAfter makes decisions about who we do business with based on business reasons. We expect the same of our customers and partners, who choose ChargeAfter because we are best able to meet their business needs.

ChargeAfter employees are prohibited from engaging in any form of bribery, whether it be directly, passively, or through a third party (such as an agent or distributor).

Bribery refers to the act of offering, giving, promising, asking, agreeing, receiving, accepting, or soliciting something of value or of an advantage to induce or influence an action or deChargeAfter. The definition of “anything of value” is broad. Apart from gifts, meals, entertainment, travel, and accommodations, it also includes internships, jobs, and charitable and political contributions. This includes so-called “facilitation payments” to government officials.

We must be careful to avoid even the appearance of an improper inducement. Consequently, no ChargeAfter employee may offer anything of value to an employee of any government or State-Owned Enterprise (SOE) in connection with ChargeAfter business without pre-approval from Compliance.

In addition, we must exercise caution when offering or receiving things of value. It is usually acceptable to accept a meal, a ticket to a sporting event, or a small token of appreciation. But receiving these small gifts repeatedly, or any gifts of substantial value, may be perceived as bribery. If a client or a vendor offers you a gift — or if you’d like to offer a gift — it’s always best to speak with Compliance first.

Anyone who is involved in or authorizes a bribe while acting on ChargeAfter’s behalf will be terminated. If a ChargeAfter employee is uncertain about whether something is a bribe or a gift or act of hospitality, they must seek further advice from Compliance.

## **WORKING WITH THIRD PARTIES**

We only do business with companies that operate ethically and in compliance with applicable laws. We exercise care in selecting partners and service providers and we supervise them on an ongoing basis.

ChargeAfter employees should never ask or suggest that a third party act in a manner that is illegal or contrary to ChargeAfter’s policies. ChargeAfter employees must not exert or attempt to

exert influence with the aim of obtaining a personal benefit from a third party. Even the appearance of undue influence undermines ChargeAfter's integrity.

If you believe a third party has engaged in illegal, corrupt, or unethical conduct while working with ChargeAfter, please report this immediately to Compliance.

## **CONFLICTS OF INTEREST**

As a ChargeAfter employee, your loyalty should remain to the company. Use common sense and good judgment, adhere to high ethical standards, and avoid situations that create an actual or potential conflict of interest.

Here are a few examples of conflicts of interest:

- working at a company competitive to ChargeAfter, or starting a company competitive to ChargeAfter.
- investing in a company that competes with ChargeAfter (other than minimal stock investment in a public company).
- hiring, employing, or selecting suppliers or contractors based on personal benefits that flow to you, not ChargeAfter

It's your responsibility to report anything that might be perceived as a conflict of interest to Compliance.

There are, of course, a wide range of outside activities that are unlikely to create any conflicts. If you're not sure or if someone else could reasonably have a different view, contact Compliance. Disclosure protects both you and ChargeAfter in the event that a perceived conflict arises.

## **RESPONSIBLE COMMUNICATION**

ChargeAfter strives to communicate in ways that demonstrate our values, further our purpose, and enhance our reputation and brand. You must avoid offensive, inflammatory, or aggressive language when communicating in connection with your role and avoid language that would embarrass or disparage ChargeAfter.

The use of foul, obscene, or harassing language or images on email, the Internet or voicemail is prohibited. Employees are expected to act professionally when using our business systems and should not send messages that harass or annoy other employees or third parties.

Emails should be treated with the same degree of security and confidentiality as written documents and should only be sent to recipients who have a legitimate need to receive them.

## COMPLIANCE

ChargeAfter complies with applicable laws, rules, regulations, and ChargeAfter policies in all the jurisdictions where we operate. This is critical to protecting the interests of our investors, maintaining the trust of our customers, and protecting our reputation. Each individual employee is responsible and accountable for adhering to compliance requirements regardless of their position within ChargeAfter.

Specifically, ChargeAfter policy requires that employees adhere to the following principles when confronted with various types of compliance risk (some of which may overlap):

- Financial Crime Risk: Financial Crime Risk is the risk of internal or external parties using ChargeAfter's infrastructure, products and services to move and conceal proceeds of criminal conduct, defraud, manipulate or circumvent established rules, laws and regulations, particularly in the areas of money laundering, terrorist financing, economic sanctions as well as bribery and corruption, fraud and tax evasion.

Risk Tolerance: ChargeAfter will not undertake business activities that expose ChargeAfter to Financial Crime Risk that cannot be adequately managed.

- Regulatory Risk: Regulatory Risk is the risk of or incurring regulatory, criminal or administrative sanctions, material financial loss, or loss of reputation as a result of failure to comply with laws, rules or regulations applicable to ChargeAfter's activities in the areas of consumer financial protection, market integrity, data security, or privacy, as well as licensing, accreditation and registration requirements.

Risk Tolerance: ChargeAfter does not tolerate systemic or persistent breaches of laws, rules and regulations.

- Conduct Risk: Conduct Risk is the risk that ChargeAfter's behavior causes harm to customers or consumers, or damages the integrity of financial markets.

Risk Tolerance: ChargeAfter avoids undertaking business that results in negative outcomes for customers, consumers, or financial markets.

All ChargeAfter employees are responsible for maintaining a strong compliance culture, where all employees understand the compliance requirements relevant for their respective roles and feel empowered to take active steps to ensure ChargeAfter remains compliant. ChargeAfter's compliance culture is reinforced through a Compliance Management System and includes (1) communication of the fundamental importance of our Compliance Policy by executive management and all people managers; (2) maintenance of related policies and procedures; (3) ongoing training on compliance requirements; (4) open communication and challenge; and (5) individual accountability, reinforced by appropriate performance incentives.

## Competition Law

Antitrust and competition laws prohibit arrangements or actions that could unreasonably restrict a free and competitive marketplace. Therefore, you should not discuss, set, or agree to influence prices with a ChargeAfter competitor and should avoid any meeting or communication with a competitor where there is the possibility that prices, discounts, or other business terms could be discussed. You should never agree with a competitor to divide customers, territories, or markets, or to boycott particular suppliers or customers.

You should also avoid any discussions that may appear to involve the coercion of a customer to purchase products or services that they do not require or desire by improperly tying the unwanted purchase to the contemplated transaction.

## Theft and Fraud

Anyone who engages in or assists others with theft, fraud, embezzlement or forgery in connection with their role at ChargeAfter will be subject to disciplinary action up to and including termination (and may be subject to criminal prosecution).

Help safeguard our assets and reputation by being alert to and reporting any kind of fraudulent activities at or against ChargeAfter, its employees, customers, business partners or stakeholders.

## **ENVIRONMENTAL SUSTAINABILITY**

ChargeAfter is committed to being a leader in environmental sustainability. This means conducting our business in a manner that acknowledges and minimizes our direct and indirect impact on the environment. We will achieve this goal by:

- complying with environmental protection regulations and policies
- efficient use of natural resources to minimize waste generation through efforts that include recycling, innovation, and prevention of pollution
- disposing of waste appropriately, including e-waste at designated e-waste centers
- promotion of effective environmental management by our suppliers and contractors
- committing to a continual improvement process in environmental management

By conducting our business in this manner, we align our long-term success with the earth's ecological well-being and create enduring benefits for all.

## PRIVACY AND DATA PROTECTION

ChargeAfter is committed to complying with the privacy and data protection laws in the jurisdictions where we operate. We also have an ethical obligation to protect and avoid misuse of personal information.

ChargeAfter employees with access to any personal information as part of their role must ensure that they protect such information and use it only for the legitimate purposes for which it was collected, in accordance with applicable law, policies, and this Code.

Our data governance principles are as follows:

- Respect the law.
- Respect the privacy of individuals.
- Do not create, collect or retain more data than needed.
- Protect records and information in accordance with their sensitivity.

### Privacy

To enable us to act on our principles, we have created a privacy program with three main components:

- **Awareness and Training**
  - Promote a culture of respect for, and thoughtful consideration of, privacy and personal data protection throughout ChargeAfter.
  - Conduct training designed to provide employees and contractors with privacy-related information pertinent to their roles and responsibilities.
  - Communicate timely information about changes in privacy laws, regulations, and standards that affect our business.
- **Policies and Procedures:** Implement privacy protection policies and related operational procedures that ensure how we handle personal information complies with the law. This includes addressing program governance, accountability, incident response, and the handling of privacy related requests. It also includes procedures to utilize privacy by design to timely raise, consider, and address privacy concerns at the early stage of service/product development.

- **Accountability:** Verify privacy and data protection compliance through assessments and audits, and report to company leadership to ensure they are informed on progress and issues that need to be addressed.

## Data Security

ChargeAfter maintains robust information security policies, practices, and controls covering the following topics, among others.

### *Organizational Controls*

Information security roles and responsibilities are defined within the organization.

ChargeAfter has a formalized incident response plan and associated procedures in case of an information security incident. The incident response plan defines the responsibilities of key personnel and identifies processes and procedures for notification.

### *User Controls*

We require that authorized users be provisioned with unique account IDs. Our password policy covers all applicable information systems, applications, and databases. Our password policies enforce the use of complex passwords, which are deployed to protect against unauthorized use of passwords.

Access to information systems is limited based on employee role. Access to sensitive data in our databases, systems, and environments is available on a need-to-know / least-privilege-necessary basis.

We receive signed acknowledgements from ChargeAfter users indicating that they have read, understand, and agree to abide by the ChargeAfter data security policies before providing authorized access to ChargeAfter information systems. Processes and procedures are in place to address employees who are voluntarily or involuntarily terminated.

### *Systemic Controls*

We maintain audit logs on systems. These logs provide an account of which personnel have accessed which systems. Access to our auditing and logging tool is strictly limited. Network components, workstations, applications and any monitoring tools are enabled to monitor user activity. Security events are logged, monitored, and addressed by trained security team members.

Antivirus and malicious code protection are centrally managed and configured to retrieve the updated signatures and definitions available. Malicious code protection policies automatically apply updates to these protection mechanisms. Anti-virus tools are configured to run scans, virus detection, real-time file write activity and signature file updates. Laptop and remote users are covered under virus protection.

Our infrastructure servers reside behind high-availability firewalls and are monitored for the detection and prevention of various network security threats. Firewalls are utilized to help restrict access to systems from external networks and between systems internally. By default, all access is denied and only explicitly allowed ports and protocols are allowed based on business need.

ChargeAfter maintains separate development and production environments.

ChargeAfter strives to apply the latest security patches and updates to operating systems, applications, and network infrastructure to mitigate exposure to vulnerabilities. Patch management processes are in place to implement security patch updates..

HTTPS encryption is configured for customer web application access. This helps to ensure that user data in transit is safe, secure, and available only to intended recipients. The level of encryption is negotiated to either SSL or TLS encryption and is dependent on what the web browser can support.

#### *Data Center Controls*

ChargeAfter has infrastructure to handle both physical security of its data centers as well as the environment from which the data centers operate. The standard physical security controls implemented at each data center include electronic card access control systems, fire alarm and suppression systems, interior and exterior cameras, and security guards. Physical access is centrally managed and strictly controlled by data center personnel. All visitors and contractors are required to present identification, are required to log in, and be escorted by authorized staff through the data center.

To minimize service interruption due to hardware failure, natural disaster, or other catastrophe, we implement a disaster recovery program at all our data center locations. This program includes multiple components to minimize the risk of any single point of failure. For business critical applications, application data is replicated to multiple systems within the data center and, in some cases, replicated to secondary or backup data centers that are geographically dispersed to provide adequate redundancy and high availability. High-speed connections between our data centers help to support swift failover.

#### *Third Parties*

As part of our Third Party risk management processes, we screen potential suppliers and vendors and bind them to appropriate confidentiality and security obligations, especially if they manage customer data. We may perform audits from time to time in an effort to ensure the confidentiality, integrity, and availability of data that our third-party suppliers or vendors may handle.

### **DIVERSITY, EQUITY, AND INCLUSION**

ChargeAfter is committed to building **diversity** in our workforce that reflects the consumers who use our services. We want consumers to see themselves in us. And we benefit from having our business shaped by employees with widely varying backgrounds and experiences.

Consequently, we are undertaking continuing efforts to ensure that each of our unique employees knows they are valued and feels comfortable coming to work as their whole self every day. In this way, our culture of **inclusivity** makes ChargeAfter a place where everyone can thrive and advance their careers.

Finally, our commitment to **equity** means that we work to identify and address demographic disparities within our own ranks. We recognize that bias -- including racism and sexism -- is pervasive even among people whose intentions are good. We are vigilant and proactive in order to avoid perpetuating historic injustices.

## **PREVENTION OF EMPLOYMENT DISCRIMINATION AND WORKPLACE HARASSMENT**

### Employment Discrimination

ChargeAfter prohibits discrimination based on sex and other personal characteristics that are not relevant to a person's job. We will not tolerate such conduct, regardless of whether it takes place on company premises or off-site, including on the internet, at company-sponsored social events, during business travel, training sessions or conferences. We are committed to taking all reasonable steps to prevent and address such behavior. Our commitment extends to all persons involved in our operations.

Protected characteristics include an individual's actual or perceived age, race, color, national origin, ancestry, sex, gender (including pregnancy, childbirth or medical condition related to pregnancy or childbirth), gender identity or expression, sexual orientation, religious creed, marital status, veteran status, military status, or any other characteristic protected by local law.

To promote adherence to this requirement, we:

- use inclusive language in job ads
- define and adhere to specific job-related criteria for hiring, promoting, and rewarding team members.
- offer compensation and benefits based on job responsibilities, seniority, qualifications, and performance, not protected characteristics.
- require managers to document their decisions concerning team members and job candidates.

### Workplace Harassment

#### *Sexual Harassment:*

ChargeAfter prohibits acts of harassment and any other conduct that creates an intimidating, hostile or offensive work environment, or unreasonably interferes with work performance, based on sex. Sexual harassment means sexual advances, requests for sexual favors, and/or physical, verbal and non-verbal conduct or communication of a sexual nature that is unwanted and unwelcome by the recipient. Sexual harassment may occur between individuals of the same or opposite sex. Sexual harassment can occur after a consensual relationship has

changed so that behavior that was once welcomed by an individual no longer is. Sexual harassment also includes other conduct of a sexual nature that is unwelcome and has the effect of creating a workplace that is hostile, offensive, intimidating or humiliating.

*Other Harassment:*

In addition to sexual harassment, ChargeAfter prohibits all other harassment based on protected characteristics. This includes behavior that has the purpose or effect of creating an intimidating, hostile or offensive work environment, or has the purpose or effect of unreasonably interfering with an individual's work performance.

Managers who receive discrimination or harassment complaints, learn of harassment, or suspect harassment are required to immediately make a report to Human Resources. Managers who fail to do so may be subject to discipline.

If you believe that you have been harassed or have witnessed such behavior, please report the incident to any member of the Human Resources team.

If it is determined that prohibited harassment has occurred, the appropriate corrective action, up to and including termination of employment of the offending employee, will be taken along with any additional steps necessary to prevent further violations of this Code.