



Meijburg & Co
Tax & Legal

Meijburg Code of Conduct

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Leadership message

A message from Erik Velthuisen

Values shape us. Excellence distinguishes us.

At KPMG Meijburg, we have a great deal to be proud of; we also have a lot to live up to. It begins with an unwavering commitment to quality and integrity. This commitment is fundamental to meeting our responsibilities to our people, clients, communities and markets.

Our commitment is supported by a clear and simple set of values that guide everything we do. These values are reflected in this Code of Conduct which is closely modelled on the KPMG Global Code of Conduct and lays out very clearly the expectations we have of each other: how we are expected to behave and to treat each other as well as our clients. Ultimately, they are core to who we are as a firm and what it means to work at Meijburg.

Everyone at KPMG Meijburg is required to apply this Code of Conduct in their day-to-day responsibilities and behave in a way that is consistent with it. We have put it in writing so we can hold each other accountable and never lose our way.

The Code’s recurring key elements are compliance with relevant laws and (professional) standards in combination with the core values of our KPMG Network. In addition, as tax and legal services firm, we realize that we have a specific role within our communities which brings certain responsibilities. With the issue of tax morality coming under greater scrutiny, we must remain constantly vigilant that we – as a collective tax practice and as individuals – reflect the values and principles that stand as the cornerstone of our reputation and our value to our clients. Our clients, our people and the (tax) authorities rely upon these values in each and every community in which we operate. All of the foregoing will enable us to be a solid contributor toward stronger more sustainable futures for our clients, our people and our communities.

Erik Velthuisen
Chairman, KPMG Meijburg



Introduction



At KPMG Meijburg, we know that trust is earned by doing the right thing—not just some of the time but all of the time. And as the world rapidly changes and becomes more complex, this simple principle has never been more important.

We are committed to the highest standards of personal and professional behavior throughout our firm in everything we do. Ethics and integrity are core to who we are and why everyone at KPMG Meijburg is held to this promise of excellence.

Within our Code of Conduct, we outline the responsibilities all KPMG Meijburg people have to each other, our clients, and the public. It shows how our Values inspire our greatest aspirations and guide all of our behaviors and actions. It defines what it means to work at and be part of KPMG Meijburg, as well as our individual and collective responsibilities.

The Meijburg Code of Conduct is intended for use by:

- All of our people: To understand what is expected of them and the responsibility resting on each of them to apply KPMG Meijburg & Co 's Values in everything they do
- Our leadership and management teams, to help them ensure that the decisions they make, the role models they are and the expectations they have of their colleagues take into account their responsibilities and our prospective employees.
- Regulators, clients, suppliers and the general public, as they seek to understand the values of our organization.

Meijburg Code of Conduct

The Meijburg Code of Conduct is closely modelled on the KPMG Global Code of Conduct and will be kept under review in light of comments and suggestions. The KPMG Global Code of Conduct connects the purpose and Values of KPMG memberfirms with the detailed policies and procedures that member firms and KPMG professionals follow consistently around the world.

This Code is a publicly available document that may be accessed at www.meijburg.com

Throughout this Code of Conduct “we”, “Meijburg”, “KPMG”, “us” and “our” refers to Meijburg & Co and its affiliated companies or the global organization of KPMG International Limited, the global organization of the network of independent member firms operating under the KPMG name. KPMG International Limited is a private English company limited by guarantee (“KPMG International”) and does not provide services to clients. No member firm has any authority to obligate or bind KPMG International or any other member firm vis-à-vis third parties, nor does KPMG International have any such authority to obligate or bind any member firm.



Our Values

Our Values lie at the heart of the way we do things. To do the right thing, the right way. Always. They drive our daily behaviors, guide our decisions, and shape our character. They form the foundation of a resilient culture ready to meet challenges with integrity so we never lose sight of our principal responsibility to protect the public interest. And they propel us forward—through our work and the example we set—as we inspire confidence and empower change throughout the world.

Integrity

We do what is right.

Integrity means we are honest, fair and consistent in our words, actions and decisions—both inside and outside work. We take responsibility and accountability for our day-to-day behavior and we hold ourselves to the highest moral and ethical standards at all times—even when under pressure. We keep our promises and set an example for others to follow.

Excellence

We never stop learning and improving.

Excellence means relentlessly delivering quality work to the highest professional standards. We do this by staying curious and taking personal responsibility for our learning. We constantly look to improve our work through data and insights and are open to new challenges and feedback because that is how we develop and improve.

Courage

We think and act boldly.

Courage is about being open to new ideas and being honest about the limits of our own knowledge and experience. It's about applying professional skepticism to what we see and asking questions where we have doubts. We speak up if we see something we believe is wrong, and we support those who have the courage to speak up themselves. Courage is being bold enough to step outside of your comfort zone.

For better

We do what matters.

For Better means taking a long-term view, even in our day-to-day choices, because we want to build a stronger KPMG for the future. We never lose sight of the importance of our role in building trust in the capital markets and in business. We make sustainable, positive change in our local communities and in society at large, striving to make the world a better place.

Together

We respect each other and draw strength from our differences.

We do our best work when we do it together: In teams, across teams, and by working with others outside our organization. Working together is important because we know it's collaboration that shapes opinions and drives creativity. We embrace people with diverse backgrounds, skills, perspectives and life experiences and ensure different voices are heard. We show care and consideration for others and strive to create an inclusive environment where everyone feels they belong.



Our Commitments

This section sets out the commitments that we make to our people, our network, our clients, and our communities.

Complying with laws, regulations and standards

- We fully comply with all laws, regulations and professional standards that apply to us.

Working with the right clients and third parties

- We carefully evaluate prospective clients and third parties with whom we intend to work, including government entities. The factors assessed include assessing their integrity and the environment in which they operate.
- We will not work with clients, or enter into business relationships with third parties, who do not live up to our core ethical standards as exemplified by our Values.

Focusing on quality

- We are committed to delivering a high-quality service, applying KPMG methodologies and procedures, and following professional standards.
- We only accept engagements that we can perform consistent with our high-quality standards.
- We address challenging situations in the right way by applying professional ethics and consulting with experienced people to reach the right conclusions.
- We strive at all times to protect and enhance KPMG's brand and reputation.

Not tolerating illegal or unethical acts

- We do not tolerate behavior within KPMG Meijburg, by clients or suppliers, or public officials with whom we deal, that is illegal, unethical or breaches human rights.
- We do not accept or offer bribes, or participate in corrupt practices, and have a zero tolerance for bribery and corruption in any form by any party.

Maintaining our objectivity and independence

- We maintain our objectivity in all the work that we do and do not allow bias, conflicts of interest or undue influence to override our professional or business judgments at any time, including in deciding to accept or continue with clients or engagements.
- We maintain our independence following the spirit as well as the letter of laws, regulations and standards, and understanding how the public may perceive our role.
- We identify and resolve conflicts of interest before accepting an engagement that would present a potential conflict. We have strict gift and entertainment policies, which are at least as restrictive as relevant regulations require.

Protecting information

- We protect clients' confidential information and only use it for proper business purposes.
- We are honest and transparent about our use of confidential information.
- We respect an individual's privacy and the confidentiality of their personal data, and do not use personal information other than for the purposes for which it was obtained.
- We prohibit the use of information for insider trading.
- We keep assets and resources safe and use them only for appropriate business purposes.
- We respect the intellectual property of KPMG, clients, our competitors and third parties.

Competing fairly

- We promote KPMG's services honestly and compete fairly.
- We unequivocally support the goal of a free and competitive market.

Creating an inclusive environment where everyone can thrive

- We are committed to equality and to a culture that is free from discrimination whether based on race, ethnicity, gender, gender identity, sexual orientation, disability, age, marital status or religious belief.
- We are committed to providing a work environment free from harassment including sexual harassment.
- We treat everyone with respect and dignity.
- We value and celebrate difference and create an inclusive environment.

Helping our people to be extraordinary

- We value work/life balance.
- We provide a safe and healthy work environment.
- We maintain a just and fair approach to remuneration.
- We invest in our people's professional development so that they can reach their full potential.
- We ask our people to raise ethical and professional issues without fear of retaliation.
- We train our people to be objective, ethical and professional.

Being responsible corporate citizens

- We act as responsible corporate citizens, playing an active role in global initiatives relating to climate change, sustainability and international development.
- We aspire to the 10 principles of the UN Global Compact.
- We encourage good corporate citizenship.
- We enhance the role of the accounting profession and build trust in the global capital markets.
- We contribute to a better functioning market economy.
- We manage our environmental impacts so as to limit them.
- We work with other businesses, governments and charitable organizations to create stronger communities.

Building public trust

- Public trust is built through engaging with a broad group of external stakeholders—from regulators, investors and clients to local communities and other spokespeople for civil society. These discussions are sometimes challenging, but they bring different perspectives and new thinking on how KPMG member firms can continue to develop and meet the changing business landscape and societal expectations.
- We know that the way KPMG Meijburg professionals work is just as important as the work itself. It requires a relentless focus on quality, keeping public trust responsibilities at the forefront of everything we do, doing the right thing in the right way, every day.
- Setting the right "tone from the top" is also essential. There is importance in continually reinforcing a commitment as leaders and professionals to earn the public's trust every day.



Our Responsibilities

Individual responsibilities

Whatever your role in KPMG Meijburg you should:

- **Stay informed about laws, regulations, professional standards and KPMG policies that apply to you in your work.** Never stop learning by participating in training, reading communications, using KPMG resources and consulting as necessary.
- **Stand firm against pressure to achieve targets or to act in an inappropriate way.** You should never compromise our Values. Do not be afraid to express differences of opinion or deliver unwelcome messages.
- **Conduct your personal affairs in a manner that is consistent with the Code.**
- **Have the courage to speak up if something does not seem right.** Our people have a responsibility to speak up when they see behavior inconsistent with our Values. See next page for “Where to get help.”
- **Consult when in doubt.** You are not expected to know everything. You should also consult if you think you, or someone else, might have made a mistake.

Leadership responsibilities

As a leader in KPMG Meijburg—whether a partner or the supervisor of a team—you should also:

- **Lead by example.** Showing through your actions what it means to have integrity and to act in accordance with the Values and with the principles of the Code. Always do the right thing.
- **Support your team.** Ensuring that those you lead know and understand the Code and have access to the resources they need to adhere to our Values.
- **Develop your team.** Setting clear, measurable and challenging goals that promote ethical behavior and the highest standards of client service.
- **Uphold exemplary standards.** Enforcing our Values and standards consistently and fairly, and promote compliance with the Code among those you lead.
- **Exercise your judgment.** Responding thoughtfully and carefully to those who raise questions and concerns in good faith.
- **Be accountable.** You should be prepared to be held personally accountable for any shortcomings in your own behavior as well as those of the people you lead.

Dealing with dilemmas

- Our behavior—that is to say, our personal recognition of what is appropriate, what is right and what is in the wider public interest—guides our response to the situations that arise in the course of our work at KPMG. These behaviors must clearly be compliant with applicable laws, regulations, standards and KPMG policies. At the same time, they should reflect wider ethical considerations, including our Values and Commitments.
- This applies to personal actions and to those of the team or a member firm as a whole.
- The Ethics Checklist set out below will help you decide how you should respond to day-to-day dilemmas as well as difficult decisions or situations.

Always ask yourself:

- Is my behavior consistent with KPMG Values and ethical or professional standards?
- Does my action comply with KPMG policy and applicable laws or regulations?
- Does my decision reflect the right thing to do?
- Is my decision being driven by responsible professional judgment?
- Am I capable of making an objective decision or do I need to consult?
- Could a failure to consult on a decision be seen, with hindsight, as a mistake?
- Am I confident that my decision would not cause KPMG reputational and brand damage if it were made public?
- Do the actions taken by a colleague or client comply with applicable laws, regulations and ethical standards and (if a colleague) with KPMG policy?

If the answer to any of these questions is ‘no,’ or if you are not sure, then you should seek help. This includes situations where: :

- You are uncertain about the interpretation of applicable policies, laws, regulations or professional standards – many of these can be complex
- Differences of opinion make the course of action unclear
- Potential actions (or inaction) or decisions make you uncomfortable
- The situation you are involved in is complex or high risk.



Where to get help

Help and guidance are always available. You are not expected (and should not try) to deal with complex situations on your own. There are many avenues available to you to get help, and you should select the ones you think are most appropriate to the situation. Examples of where to go for help include:

- Your supervisor, line manager or performance manager
- Your engagement partner
- The counselors provided for in the Meijburg Anti Harassment Policy (Reglement Ongewenste Omgangsvormen Meijburg & Co) and the Meijburg Integrity Policy (Integriteitsregeling Meijburg & Co).
KPMG Meijburg’s:
 - Risk Management partner
 - Human Resources professionals
 - General Counsel

Additionally, if you can use:

- Global or regional sources for help or advice, or to report concerns, when necessary. These resources include:
 - Global Quality & Risk Management
 - International Office of General Counsel
 - Regional Risk Management partner.
- The International hotline—click on this link for more details.

Compliance with the Code

Speaking up

If you see something you are uncomfortable about, we ask you to act with courage and speakup. This includes situations where you believe that colleagues are acting inappropriately or not in compliance with the Code.

Everyone at KPMG Meijburg is responsible for reporting—and is required to report—any activity thatcould potentially be illegal or in violation of our Values, KPMG policy, applicable laws,regulations or professional standards.

KPMG Meijburg will take action where non-compliance with the Code or relevant supporting policies or procedures is identified.

This includes situations when you know or suspect that colleagues, clients or parties associated with clients, or suppliers, subcontractors or associated third parties are engaged—or may beabout to engage—in illegal or unethical activity. It does not matter how large or small the matter is or who is involved.

It is important to KPMG Meijburg that its employees feel able to raise concerns about any irregularities without fear of retaliation. Therefore specific procedures have been implemented to deal with reports of alleged improper or wrongful conduct. KPMG Meijburg is fully committed to a non-retaliation policy, so that no-one will be disadvantaged or penalized for making a report in good faith.

